

EXHIBIT 2

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

IN RE COVIDIEN PLC SECURITIES
LITIGATION

CASE NO. 1:14-CV-12949-LTS

**DECLARATION OF RICHARD A. ACOCCELLI IN SUPPORT OF AWARD OF
ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES FILED ON BEHALF
OF WEISSLAW LLP**

I, Richard A. Acocelli, declare as follows:

1. I am a principal at the law firm of WeissLaw LLP. I submit this declaration in support of Lead Plaintiff's application for an award of attorneys' fees and request for reimbursement of expenses in connection with the services rendered in this action, on behalf of all Plaintiffs' counsel who contributed to the prosecution of the claims in the above-captioned action (the "Litigation") from inception through August 31, 2015 (the "Time Period").

2. My firm served as Co-Lead Counsel in the Litigation. During this time, my firm led the prosecution of the litigation, including the development of litigation strategies; substantial factual and legal investigation and research; consultation with financial experts; conducting expedited discovery; extensive settlement negotiations; conducting confirmatory discovery; briefing in connection with preliminary and final approval of the Proposed Settlement; and general supervision of the litigation and settlement process.

3. The schedule attached hereto as Exhibit A is a summary indicating the amount of time spent by each attorney and professional support staff of my firm who was involved in the prosecution of the Litigation, and the lodestar calculation based on my firm's current billing rates. For personnel who are no longer employed by my firm, the lodestar calculation is based upon the billing rates for such personnel in his or her final year of employment by

my firm. The schedule was prepared from contemporaneous daily time records regularly prepared and maintained by my firm, which are available at the Court's request. Time expended in preparing this application for fees and payments of expenses has not been included in this request.

4. The hourly rates for the attorneys and professional support staff in my firm included in Exhibit A are the same as the regular rates which have been submitted in lodestar cross-checks in fee applications approved in other securities and shareholder litigations.

5. The total number of hours expended on this litigation by my firm during the time period is 231.75 hours. The total lodestar for my firm for those hours is \$152,742.51 for attorneys' time and \$3,006.25 for professional support staff time. Total lodestar during the Time Period is \$155,748.76.

6. My firm's lodestar figures are based upon the firm's billing rates, which rates do not include charges for expense items. Expense items are billed separate and such charges are not duplicated in my firm's billing rates.

7. As detailed in Exhibit B, my firm has incurred a total of \$2,906.11 in expenses in connection with the prosecution of the Litigation during the Time Period.

8. The expenses incurred in the Litigation are reflected on the books and records of my firm. These books and records are prepared from expense vouchers, check records and other source material and are accurate records of the expenses incurred.

9. With respect to the standing of my firm, attached hereto as Exhibit C is my firm's résumé.

10. I declare under penalty of perjury that the foregoing is true and correct. Executed
this 31st day of August, at New York, New York.

A handwritten signature in black ink, appearing to read 'R. Acocelli', written over a horizontal line.

RICHARD A. ACOCELLI

EXHIBIT A*In re Covidien Plc Securities Litigation*, Case No. 1:14-CV-12949-LTS**LODESTAR REPORT****FIRM: WeissLaw LLP****REPORTING PERIOD: Inception through August 31, 2015**

PROFESSIONAL	STATUS	HOURS	HOURLY RATE	LODESTAR
Richard A. Acocelli	Pr	94.50	\$825.00	\$77,962.50
Mark D. Smilow	Pr	11.00	\$795.00	\$8,745.00
Leigh A. Parker	Pr	13.75	\$775.00	\$10,656.25
Michael A. Rogovin	A	59.50	\$655.00	\$38,972.50
Kelly C. Keenan	A	43.75	\$375.00	\$16,406.25
Jerry Silver	PL	9.25	\$325.00	\$3,006.26
TOTAL		231.75		\$155,748.76

Principal (Pr)

Associate (A)

Paralegal (PL)

EXHIBIT B

In re Covidien Plc Securities Litigation, Case No. 1:14-CV-12949-LTS

EXPENSE REPORT

FIRM: WeissLaw LLP

REPORTING PERIOD: Inception through August 31, 2015

EXPENSE	TOTAL AMOUNT
Travel Expenses (including train and transportation)	\$566.60
Computer Research – LexisNexis / Bloomberg / Pacer	\$610.14
Court Document Retrieval	\$65.00
Filing Fee for PHV by Local Counsel	\$100.00
Meals	\$330.89
Photocopy In-House	\$348.25
Publication / News	\$360.00
Telephone	\$25.23
Settlement Hearing Expenses	\$500.00
TOTAL	\$2,906.11

EXHIBIT C

In re Covidien Plc Securities Litigation, Case No. 1:14-CV-12949-LTS

**WEISSLAW LLP
FIRM BIOGRAPHY**

Over the past 30 years, WeissLaw LLP (“WeissLaw” or the “Firm”) has gained the reputation of being amongst the nation’s premier law firms representing shareholders in securities class and derivative litigation. The firm has offices in New York and Los Angeles and has litigated hundreds of stockholder class actions brought for violations of federal securities laws and shareholder class and derivative actions brought for violations of corporate and fiduciary duties, in which, it has recovered over a billion dollars for defrauded institutions and individuals and obtained important corporate governance reforms. In addition, the firm has prosecuted numerous consumer fraud and unfair practices actions, in which, it has recovered hundreds of millions of dollars.

With outstanding attorneys based in offices on both coasts, WeissLaw has the experience, talent and resources to tenaciously litigate on behalf of defrauded individuals and institutions. Its success in doing so has earned it the praise of clients and courts throughout the country.

Numerous courts have commended the firm for its expertise and ability:

- In Spahn v. Edward D. Jones & Co., et al., No. 04 cv 00086, Eastern District of Missouri, WeissLaw was co-lead counsel and obtained – in conjunction with a parallel state court case – a \$127.5 million recovery for the class, representing in excess of 40% of the maximum recoverable damages. The complaints alleged that the defendants secretly received revenue sharing payments in exchange for selling preferred mutual funds to

clients and misrepresenting the receipt of those payments in violation of the federal securities laws. WeissLaw prosecuted all aspects of the case including extensive motion practice, the review of nearly 2 million pages of documents, and protracted and contentious settlement negotiations, including two multi-day mediations and numerous multiple day settlement conferences.

In Bachman, et al., v. A.G. Edwards, Inc. et al., No. 22052-01266-03, 22nd Judicial Circuit Court, St. Louis, Mo, WeissLaw served on the Plaintiffs' Executive Committee and obtained a \$60 million recovery for the class, representing nearly 25% of the estimated maximum recoverable damages. The complaint alleged that A.G. Edwards breached its fiduciary duties and was unjustly enriched as a result of receiving and retaining revenue sharing payments from mutual fund companies in exchange for its customers holding shares of mutual funds in their A.G. Edwards accounts. WeissLaw prosecuted all aspects of the nearly five-year litigation up to the eve of trial, which included defeating three complex and hotly contested SLUSA removal motions, certifying a national class of mutual fund shareholders, defeating numerous motions for summary judgment, reviewing nearly 100,000 pages of documents and conducting and defending 20 depositions.

In Brody v. Hellman, et al., (U.S. West Dividend Litigation), No. CV-4142 (Dist. Ct. for the City & Cty. of Denver, Colo.), Judge Coughlin observed that the case "was litigated by extremely talented lawyers" and "it took a great deal of skill to get to the point of trial." The case was aggressively litigated and the plaintiffs survived a motion to dismiss, two motions for summary judgment and successfully certified the class over vigorous opposition from defendants. In certifying the class, the court commented, "Defendants do not contest that Plaintiffs' attorneys are extremely well qualified to represent the putative class. This

litigation has been ongoing for four years; in that time Plaintiffs' counsel has proven that they are more than adequate in ability, determination, and resources to represent the putative class." The case settled for \$50 million on the day before trial was scheduled to commence. Judge Coughlin noted "there wasn't any other lawyer[] in the United States that took the gamble that these people did. Not one other firm anywhere said, 'I am willing to take that on.' I'll go five years. I'll pay out the expenses. I'll put my time and effort on the line [The class is] fortunate that they had some lawyers that had the guts to come forward and do it...I had the opportunity to watch these attorneys throughout this period of time when I had this case and the [lawyers'] ability is terrific."

In In re McLeodUSA Inc. Securities Litigation, No. C02-0001-MWB (N.D. Iowa), Chief Judge Mark Bennett stated at the final approval hearing: "I thought you all did a great job in this litigation" and "I think very highly of the work that all the lawyers did in the case, and [I am] pleased that you were able to get it resolved."

In In re Mutual Funds Investment Litigation, RS Investment Subtrack, MDL 1586, Case No. 04-MD-15863-JFM (Parthasarathy v. RS Investment Management, L.P., et al., 04-cv-3798-JFM), which was part of the historic market timing multi-district litigation pending in the District of Maryland that resulted in a recovery in excess of \$300 million for investors in mutual funds allegedly involved in market timing activities, WeissLaw, in conjunction with co-counsel, served on the Plaintiffs' Steering Committee, and prosecuted all aspects of the case against the advisors to the RS Fund family of mutual funds and other related entities, including extensive motion practice, review, analysis and management of hundreds of thousands of pages of documents, conducting all key party and non-party witnesses and bringing the litigation to ultimate resolution.

In Ellison v. American Image Motor, et al., Civil Action No. 97-3608 (S.D.N.Y.), Judge Chin, approving the settlement and fee application, commented that “It has been many years. The case was hard fought, very capable counsel on both sides, and I saw counsel many times. It was a hard fought case. It was a difficult case.”... “It’s probably not said very often, but in this case I think plaintiffs’ counsel are being under paid.” ... “Counsel did a great job...”

In In re United Telecommunications, Inc. Securities Litigation, No. 90-2251-0 (D. Kan.), Judge O’Conner stated “the court finds that plaintiffs’ counsel were experienced and qualified attorneys with outstanding professional reputations in securities litigation who ably and zealously prosecuted the instant case on behalf of the class.”

In In re VeriFone Inc. Securities Litigation, No. C-93-3640 DCJ (N.D. Cal.), Judge Jensen stated “I think the case was handled extremely well, extremely professionally, so I think you’ve done very well.”

In In re Western Digital Securities Litigation, SACV 91-375(A) GLT (RWRx) (C.D. Cal.), Judge Taylor complimented plaintiffs’ attorneys’ work in the action, specifically noting “the caliber of the work involved [and] the quality of the attorneys involved.”

In Georgallas v. Martin Color-Fi, Inc. Civil Action No. 6:95-06483 (D.S.C.), Judge Anderson expressed “the utmost respect” for the work of the firm.

In Bash v. Diagnostek, CV 94-794 M (D.N.M.), Judge Black said the case provided “a model for how commercial litigation should be conducted and can be resolved.”

In In re National Medical Enterprises Litigation, CV 93-5223-TJH and CV 93-5313-TJH (C.D. Cal.), Judge Hatter summed up the settlement hearing by saying, “I want to again

thank counsel for the work that you put into this and hopefully it's a settlement for which the claimants themselves will be appreciative of the results."

In In re Santa Fe Southern Pacific Corporation, Consold. Civ. No. 9523 (Del. Ch.), Chancellor Allen of the Delaware Chancery Court approved a settlement and cited the creativity and sophistication of plaintiffs' counsel.

Some of the actions which highlight the firm's accomplishments are:

CASES IN WHICH WeissLaw LLP WAS LEAD OR CO-LEAD COUNSEL

Jordan v. California Department of Motor Vehicles (Sacramento Cal.): The California Court of Appeal, Third Appellate District, held that the State of California's \$300 smog impact fee was unconstitutional, paving the way for the creation of a \$665 million fund and full refunds, with interest, to 1.7 million motorists.

In re Geodyne Resources, Inc. Securities Litigation (Harris Cty. Tex.): A recovery (including related litigation) totaling over \$200 million was obtained for the class.

Spahn v. Edward D. Jones & Co., et al., No. 04 cv 00086, (E.D. Mo.): A recovery (including related litigation) totaling \$127.5 million was obtained for the class.

Freddie Mac Derivative Litigation (S.D.N.Y.): Approximately \$100 million was recovered for the Company and significant corporate governance measures were adopted.

Bachman, et al., v. A.G. Edwards, Inc. et al., No. 22052-01266-03, (22nd Jud. Cir. Ct., St. Louis, Mo): A recovery totaling \$60 million was obtained for the class.¹

Brody v. Hellman, et al. (U.S. West Dividend Litigation), No. CV-4142 (Dist. Ct. for the City & Cty. of Denver, Colo.): A recovery of \$50 million was obtained for the class.

In re Tenneco Securities Litigation (D. Tex.): A recovery of \$50 million was obtained for the class.

In re Community Psychiatric Center Securities Litigation (C.D. Cal.): A recovery of \$42.5 million was obtained for the class.

In re Crazy Eddie Securities Litigation (S.D.N.Y.): A recovery of \$42 million was obtained for the class.

¹ Member of Plaintiffs' Executive Committee

In re Apria Healthcare Group Securities Litigation (Orange County Cal.): A recovery of \$42 million was obtained for the class.

Levitan v. McCoy, et al., (First Commerce Corporation), No. 00 C 5096 (N.D. Ill.): A recovery of \$39.9 million was obtained for the class.

In re King Pharmaceuticals, Inc. Securities Litigation, No. 03 cv 77-TWP (E.D. Tenn.): A recovery of \$38.25 million was obtained for the class.

In re Canon Group Securities Litigation (C.D. Cal.): A recovery of \$33 million was obtained for the class.

In re Platinum Software Securities Litigation (C.D. Cal.): A recovery of \$32 million was obtained for the class.

In re Martha Stewart Living Omnimedia, Inc. Securities Litigation, No. 02 cv 6273-JES (SDNY): A recovery of \$30 million was obtained for the class.

In re McLeodUSA Inc. Securities Litigation, (N.D. Iowa): A recovery of \$30 million was obtained for the class.

In re United Telecommunications Securities Litigation (D. Kan.): A recovery of \$28 million was obtained for the class.

In re Bergen Brunswig Corp. Sec. Litig., (C.D. Cal.): A recovery of \$27.9 million was obtained for the class.

In re Bank of New York Derivative Litigation (Sup. Ct. NY): A recovery of \$26.5 million was obtained for the Company and significant corporate governance measures were adopted.

In re FirstEnergy Shareholder Derivative Litigation (N.D. Ohio): A recovery of \$25 million was obtained for the Company and significant corporate governance measures were adopted.

In re Vodafone Group, PLC Securities Litigation (S.D.N.Y.): A recovery of \$24.5 million was obtained for the class.

In re PurchasePro.com, Inc. Securities Litigation, (D. NV.): A recovery of \$24.2 million was obtained for the class.

In re Arakis Energy Corporation Securities Litigation, No. 95-CV-3431 (ARR) (E.D.N.Y.): A recovery of \$24 million was obtained for the class.

In re Abbey Healthcare Securities Litigation (C.D. Cal.): A recovery of \$20.5 million was obtained for the class.

Feinberg v. Hibernia Corp. (D. La.): A recovery of \$20 million was obtained for the class.

In re Southern Pacific Funding Corp. Sec. Litig. (D. Or.): A recovery of \$19.5 million was obtained for the class.

In re Aura Systems, Inc. Securities Litigation (C.D. Cal.): A recovery of \$18 million was obtained for the class.

In re MK Rail Securities Litigation (D. Idaho): A recovery of \$14.65 million was obtained for the class.

In re California Microwave Securities Litigation (N.D. Cal.): A recovery of \$14 million was obtained for the class.

In re KeySpan Corporation Securities Litigation (E.D.N.Y.): A recovery of \$13.75 million was obtained for the class.

In re Elscint Ltd Securities Litigation (D. Mass.): A recovery of \$12 million was obtained for the class.

In re Megafoods Securities Litigation (D. Ariz.): A recovery of \$12 million was obtained for the class.

Bash v. Diagnostek (D.N.M.): A recovery of \$11.7 million was obtained for the class.

In re GTECH Securities Litigation (D.R.I.): A recovery of \$10.25 million was obtained for the class.

In re Complete Management, Inc. Securities Litigation (S.D.N.Y.): A recovery of \$10.15 million was obtained for the class.

Berlinsky v. Alcatel (S.D.N.Y.): A recovery of \$8.8 million was obtained for the class.

Lopez v. Checkers Drive-In Restaurants, Inc. (M.D. Fl.): A recovery of over \$8.175 million was obtained for the class.

In re Mesa Airlines Securities Litigation (D.N.M.): A recovery of \$8 million was obtained for the class.

In re Resound Securities Litigation (N.D. Cal.): A recovery of \$8 million was obtained for the class.

In re Castle Energy Corp. Securities Litigation (C.D. Cal.) A recovery of \$7.5 million was obtained for the class.

In re Western Digital, Inc. Securities Litigation (C.D. Cal.): A recovery of \$6.75 million was obtained for the class.

In re Circle K Securities Litigation (D. Ariz.): A recovery of \$6 million was obtained for the class.

In re Mutual Funds Investment Litigation, RS Investment Subtrack, MDL 1586, Case No. 04-MD-15863-JFM (Parthasarathy v. RS Investment Management, L.P., et al., 04-cv-3798-JFM): A recovery of \$5.74 million was obtained for the class.

In re Aura Systems, Inc. Securities Litigation (C.D. Cal.): A recovery of \$5.55 million was obtained for the class.

In re Ascend Communications Securities Litigation (C.D. Cal.): A recovery of \$5.45 million was obtained for the class.

In re Southmark Securities Litigation (D. Tex.): A recovery of \$5 million was obtained for the class.

In re WCT Securities Litigation (C.D. Cal.): A recovery of \$5 million was obtained for the class.

In re Sumitomo Bank of California Securities Litigation (San Francisco Sup. Ct.): A recovery of \$4.95 million was obtained for the class.

In re NextLevel Systems, Inc. Securities Litigation (N.D. Ill.): A recovery of \$4.6 million was obtained for the class.

In re Shopping.com Securities Litigation (C.D. Cal.): A recovery of \$4.5 million was obtained for the class.

In re Denver Bonds Securities Litigation (D. Colo.): A recovery of \$4.5 million was obtained for the class.

In re Molecular Dynamics, Inc. Securities Litigation (N.D. Cal.): A recovery of \$4 million was obtained for the class.

In re Party City Corp. Securities Litigation (D.N.J.): A recovery of \$3.8 million was obtained for the class.

In re Iwerks Securities Litigation (C.D. Cal.): A recovery of approximately \$3.5 million was obtained for the class.

In re Davstar, Inc. Securities Litigation (C.D. Cal.): A recovery of \$3.4 million was obtained for the class.

In re Trident Securities Litigation (N.D. Cal.): A recovery of \$3.15 million was obtained for the class.

In re Twinlab Corp. Securities Litigation (E.D.N.Y.): A recovery of \$3 million was obtained for the class.

In re Offshore Pipelines Securities Litigation (S.D.N.Y.): A recovery of \$3 million was obtained for the class.

Gorga v. Uniroyal Chemical Corp. (Sup. Ct. Conn.): A recovery of \$3 million was obtained for the class.

In re Amylin Pharms. Securities Litigation (S.D. Cal.): A recovery of \$2.1 million was obtained for class.

CLASS AND DERIVATIVE ACTIONS HANDLED BY WeissLaw LLP WHERE A SIGNIFICANT BENEFIT WAS OBTAINED FOR THE COMPANY AND/OR THE SHAREHOLDERS

In re Santa Fe Southern Pacific Corporation (Del. Ch.).

In re Genentech Shareholder Litigation (N.D. Cal.).

In re Beverly Enterprises Shareholder Litigation (Del. Ch.).

In re Tandon Computer Shareholder Litigation (C.D. Cal.).

In re Sears Shareholder Litigation (D. Ill.).

In re Xoma Shareholder Litigation (N.D. Cal.).

In re Castle Energy Corp. Shareholder Litigation (C.D. Cal.).

In re Times-Mirror, Inc. Shareholder Litigation (C.D. Cal.).

In re Lockheed Corp. Shareholder Litigation (C.D. Cal.).

In re Nexgen Securities Litigation (N.D. Cal.).

In re GT Greater Europe Securities Litigation (N.D. Cal.).

In re Pairgain Securities Litigation (S.D. Cal.).

In re AMI Securities Litigation (L.A. Superior).

Wallace v. Fox, et al. (Northeast Utilities) (D. Conn.).

BRIEF BIOGRAPHIES OF WeissLaw LLP ATTORNEYS

JOSEPH H. WEISS is the Founding Partner of WeissLaw LLP and oversees virtually all of the firm's litigation, taking an active role in case analysis, the drafting of pleadings and briefs, oral arguments, mediations and settlement negotiations. He has been recognized by courts throughout the nation as one of the leading practitioners representing investors in securities, class and derivative litigation. Moreover, he has earned the respect of his peers and adversaries as possessing the highest professional standards and outstanding legal acumen. In fact, he has been recognized in the Class Action category of New York Super Lawyers. The firm has consistently ranked as amongst the leading plaintiffs law firms in the United States.

Mr. Weiss is a 1972 graduate of Columbia University Law School, where he was an editor of the Law Review. He is also a 1972 graduate of Columbia University Graduate School of Business from which he obtained a Masters in Business Administration. Mr. Weiss is a member of the Bar of the State of New York and is admitted to practice in the Southern District of New York, the Eastern District of New York, the Courts of Appeal for the First, Second, Third, Fifth, Ninth and Federal Circuits, and has been admitted to practice in numerous other federal and state courts.

Among the more prominent of Mr. Weiss' cases is *Jordan v. California Department of Motor Vehicles*, No. 95 AS 03903 (Sacramento, Cal.), where the firm recovered \$665 million – payment in full plus interest – on behalf of motorists who paid a “smog impact fee.” Mr. Weiss also recovered \$42 million in cash for Apria investors after more than four years of vigorous litigation regarding a sophisticated accounting fraud (*In re Apria Healthcare Group Securities Litigation*, No. 797060) in California Superior Court.

Mr. Weiss has been involved in the litigation of numerous other cases of national stature such as *In re Martha Stewart Living Omnimedia, Inc. Securities Litigation*, No. 02 cv 6273 (JES) and *In re Global Crossing, Ltd. Securities and "ERISA" Litigation*, No. 02 cv 910 (GEL), both in the Southern District of New York. He has also spearheaded derivative litigations on behalf of his clients aimed at reforming corporate malfeasance, breaches of fiduciary duties and other wrongdoing by the boards of some of the largest corporations in the world. including Hewlett Packard Company (*In re Hewlett-Packard Company Derivative Litigation*, C.A. No. 2428 (VCN), Court of Chancery of the State of Delaware), BP p.l.c. (*In re BP p.l.c. Derivative Litigation*, No. 06 cv 6168 (HB), Southern District of New York), Royal Dutch Shell (*Soojian et al. v. Jacobs et al. f/b/o Royal Dutch Petroleum Company*, No. 04 cv 03603, District of New Jersey), The Bank of New York (*Zucker v. Bacon et al. f/b/o The Bank of New York Company Inc.*, No. 00/106275, New York County Supreme Court) and Freddie Mac (*Sadowsky Testamentary Trust v. Brendsel et al. f/b/o Federal Home Loan Mortgage Corporation*, No. 05 cv 2596, Southern District of New York).

The firm led by Joseph Weiss has also taken a lead in prosecuting market timing and secret revenue sharing cases. A prime example is the class action against Edward Jones and certain other defendants, alleging violations of federal securities laws and state laws by secret receipt of revenue sharing payments in exchange for selling Preferred Funds to their clients, while misleading them about the payments. (*Spahn v. Edward D. Jones & Co., et al.*, No. 04 cv 00086, District of Missouri). As a result of the litigation, a recovery valued at \$127.5 million was obtained for the class, more than 40% of the maximum recoverable damages.

Mr. Weiss is active in community, educational and philanthropic causes and is a member of the International Board of Governors of the Mesorah Heritage Foundation.

DAVID C. KATZ is a principal and in the New York office and has been an advocate of investors' rights for over twenty years. Currently, Mr. Katz serves as the chair of WeissLaw's Corporate Governance Litigation Practice Group. He is a 1988 Graduate of Benjamin N. Cardozo School of Law. He is admitted to the New York State Bar, the United States District Courts for the Southern and Eastern Districts of New York, and the United States Courts of Appeal for the First, Second, Third, and Fourth Circuits.

Mr. Katz has successfully served as the firm's chief litigator in numerous derivative actions involving corporations and issues of national prominence. When Freddie Mac, the government-sponsored public corporation entrusted with maintaining liquidity in the United States' mortgage markets, announced one of the largest financial restatements in corporate history, he successfully spearheaded the effort to recover the company's damages, recouping more than \$100 million (*Sadowsky Testamentary Trust v. Brendsel et al. f/b/o Federal Home Loan Mortgage Corporation*, 05 cv 2596). When Marsh & McLennan Companies, Inc. was implicated in a bid rigging and business steering scheme, Mr. Katz served as the firm's chief litigator pressing claims on behalf of the company, which efforts were a material factor in securing payment of \$205 million, and were instrumental in obtaining payment of \$35 million to the company from its insurers (*In re: Marsh & McLennan Companies, Inc. Derivative Litigation*, 753-VCS). Mr. Katz also represented shareholders seeking a recovery for First Energy Corp. in the wake of the nation's largest power-outage in history and the closure of the company's nuclear facility resulting from mismanagement and failures in oversight, recouping \$25 million for the Company (*In re*

FirstEnergy Shareholder Derivative Litigation, 03 cv 1826). Substantial corporate governance reforms were implemented for the benefit of the subject corporations and their shareholders in each of these cases.

In the securities class action field, Mr. Katz has successfully served as the firm's chief litigator in numerous actions as well. Mr. Katz was the firm's chief counsel in *Levitan v. McCoy et al. and Bank One Corp.*, 00 C 5096 (concerning Bank One's acquisition of First Commerce), securing approximately \$40 million. Mr. Katz also served as the firm's chief counsel in *Daugherty v. Hastings Entertainment, Inc.* (2:00-CV-160-J), recovering over \$6.3 million for the class. He won the remand of *In re Lernout & Hauspie Securities Litigation*, 99-10237 (NG), from the United States Court of Appeals for the First Circuit, subsequently recovering nearly \$4 million for the class. Mr. Katz served on the team that won the Ninth Circuit's reversal of the directed verdict entered at trial in the United States District Court for the Northern District of California in an action concerning Everex Systems, Inc. (*Howard v. Everex Systems, Inc., et al.*, 92 cv 03742).

Mr. Katz is a father of two daughters and his wife is an elected member of the Town of Mamaroneck Town Council. He is active in his community and a member of the Larchmont Gardens Civic Association.

RICHARD A. ACOCCELLI is a principal in the New York office. He received his law degree in 1990 from St. John's University School of Law. He is admitted to the State Bar of New York and the United States District Courts for the Southern and Eastern Districts of New York and the Eastern District of Michigan.

Mr. Acocelli heads WeissLaw's class action Mergers & Acquisitions Litigation Group and has appeared in courts throughout the country, including the Delaware Court of

Chancery, on numerous occasions on behalf of stockholders in merger & acquisition lawsuits.

Recently, Mr. Acocelli prosecuted a federal class action that alleged receipt of, and failure to adequately disclose, the receipt of transfer agent fees by a national mutual fund firm (*In re Smith Barney Transfer Agent Litigation*, No. 95-cv-7583 (WHP) (S.D.N.Y.)), (preliminarily approval entered October 7, 2013). He was also the firm's chief litigator in the prosecution of a federal class action that alleged receipt of, and failure to adequately disclose, secret revenue sharing payments by a national brokerage firm (*Spahn v. Edward D. Jones & Co., et al.*, 04 cv 00086 (HEA)), which resulted in the recovery of \$127.5 million on behalf of Edward Jones' clients. Mr. Acocelli has also successfully represented shareholders as the firm's chief litigator in *In re Ikon Office Solutions, Inc. Securities Litigation*, No. 99 cv 5759, MDL No. 1318 (\$111 million recovery) in the Eastern District of Pennsylvania.

In addition, Mr. Acocelli served as the firm's chief litigator in several significant class actions brought on behalf of investors under the federal securities laws, including *In re RS Funds*, 04 cv 3798 (JFM), which was part of the historic market timing Multi District Litigation pending in District of Maryland (*In re Mutual Funds Investment Litig.*, MDL 1586, 04-MD-15863 (JFM)); *In re FleetBoston Financial Corp. Securities Litigation*, 02 cv 4561 (GEB), which involved FleetBoston's failure to adequately reserve for its Argentine loan portfolio; and *Beleson v. Schwartz (Loral)*, 03 cv 06051 (JES), which concerned the adequacy of Loral Space and Communication Ltd.'s disclosure of its pre-packaged bankruptcy.

Mr. Acocelli also serves as the firm's chief litigator in complex actions brought under Section 36(b) of the Investment Company Act of 1940, arising from the alleged payment of excessive fees to investment advisers and distributors of large mutual fund families, including *In re American Mutual Funds Fee Litigation*, 04 cv 5593 (GAF); *Forsythe v. Massachusetts Financial Services Co.*, No. 04 cv 10584 (GAO); and *In re Lord Abbett Excessive Fee Litigation*, 04 cv 559. Mr. Acocelli also represented current and former clients of A.G. Edwards, Inc. and A.G. Edwards & Sons, Inc. in a class action for breach of fiduciary duties and unjust enrichment (*Bachman v. A.G. Edwards & Sons, Inc.*, Cause No. 22052-01266-02a) in the Circuit Court of St. Louis City, State of Missouri.

LEIGH A. PARKER is a principal in the Los Angeles office. She graduated from Indiana University (B.A. 1981), received her M.B.A. from the American Graduate School of International Management in 1982 and graduated from Loyola Law School in 1993, where she was a member of the Scott Moot Court Honors Board.

Ms. Parker represents institutional and individual investors in complex securities class actions and derivative shareholder litigation in federal and state courts. She has played an important role in the firm's successful prosecution of cases that have returned over \$150 million to investors in publicly traded companies. Her notable cases include *In re Apria Healthcare Group Securities Litigation* (\$42 million recovery); *In re Platinum Software Securities Litigation* (\$32 million recovery); *In re Abbey Healthcare Securities Litigation* (\$20.5 million recovery); *In re Southern Pacific Funding Corp. Securities Litigation* (\$19.5 million recovery); *In re Quintus Securities Litigation* (\$10.1 million recovery); *In re Mesa Airlines Securities Litigation* (\$8 million recovery); *Garbini v. Protection One, Inc., et al.* (\$7.8 million recovery); *In re QuadraMed Corporation Securities Litigation* (\$5.25 million

recovery); *In re Exodus Communications, Inc. Securities Litigation* (\$5.0 million recovery); *In re Denver Bonds Securities Litigation* (\$4.5 million recovery); and *DeMarco v. Robertson Stephens, Inc.* (\$3.1 million recovery). In addition, she was the primary attorney for plaintiffs in *Crafton v. Powerwave Technologies, Inc., et al.* (\$3.1 million recovery) and *Seoane v. Mills, et al.* (\$1.1 million recovery). Ms. Parker also participated in landmark litigation leading to the certification of a class of investors asserting securities fraud claims against research analysts, reported at *DeMarco v. Robertson Stephenson, Inc.*, 228 F.R.D. 468 (S.D.N.Y. 2005).

In conjunction with the firm's corporate litigation practice, Ms. Parker represents investors against corporate directors for breaches of fiduciary duties in connection with acquisitions and mergers. Some of her most recent cases include settlements reached on behalf of shareholders of SRS Labs, Inc. and Epocrates, Inc.

As a part of the firm's consumer protection practice, she helped to create new law with regard to the ability of consumers to prosecute cases brought under California's unfair competition laws, reported at *Foundation for Taxpayer and Consumer Rights v. Nextel Communications, Inc.*, 143 Cal. App. 4th 131 (2006). Ms. Parker was the principal attorney for plaintiffs in winning affirmance on appeal of the trial court's denial of defendant's special motion to strike in *The League of California Homeowners v. The Better Business Bureau of the Southland, et al.*, 2012 Cal. App. Unpub. LEXIS 8387 (Cal. App. 2012). She also recently participated in the successful certification of plaintiff classes in a product defect case, reported at *Tait v. BSH Home Appliances Corporation*, 289 F.R.D. 466 (S.D. Cal. 2012).

Ms. Parker is admitted to the Bar of the State of California and the United States District Courts for the Central, Northern, Southern and Eastern Districts of California, as well as the Ninth Circuit Court of Appeals.

MARK D. SMILOW is a principal in the New York office. He graduated Benjamin N. Cardozo School of Law in 1993, *magna cum laude*, where he was a member of the Cardozo Law Review. He is admitted to the New York and New Jersey State Bars, and the United States District Courts for the Southern and Eastern Districts of New York. He has also been admitted in other courts throughout the nation for particular cases. He has litigated all aspects of numerous class, shareholder, derivative and consumer class actions in both trial and appellate courts.

Mr. Smilow concentrates on shareholder, derivative and consumer class actions in both trial and appellate courts. He has obtained significant recoveries for stockholders in numerous cases brought under the federal securities statutes. Among the more prominent, he represented shareholders of Jones Pharma Incorporated who exchanged their shares for those of King Pharmaceuticals, Inc., which culminated in a total settlement of \$38.25 million (*In re King Pharmaceuticals, Inc. Securities Litigation*, 03 cv 77) in the Eastern District of Tennessee; shareholders of Martha Stewart Living Omnimedia, Inc. in the Southern District of New York, which culminated in a \$30 million settlement (*In re Martha Stewart Living Omnimedia, Inc. Sec. Litig.*, 02 cv 6273 (JES)); and the shareholders of KeySpan Corporation in a securities fraud case culminating in a \$13.75 million settlement (*In re KeySpan Corp. Sec. Lit.*, 2001 cv 5852) in the Eastern District of New York. Moreover, many of Mr. Smilow's cases produced reported opinions of great interest to practitioners, including *Baum v. Keystone Mercy Health Plan*, 826 F. Supp. 2d 718 (E.D. Pa. 2011); *Minzer*

v. Keegan, 218 F.3d 144 (2d Cir.2000), *cert. denied*, 531 U.S. 1192, 121 S.Ct. 1190, 149 L.Ed.2d 106 (2001); *Sedighim v. Donaldson, Lufkin & Jenrette, Inc.*, 167 F. Supp. 2d 639 (S.D.N.Y. 2001); and *Rosenfeld v. Port Auth.*, 108 F. Supp. 2d 156 (E.D.N.Y. 2000).

In representing investors against corporate officers and directors for breaches of fiduciary duty, Mr. Smilow has successfully prosecuted many cases involving corporate takeovers, buyouts and reorganizations in which claims of self-dealing, corporate waste and improper disclosure were asserted. Some of the more recent are *Shaev v. Sidhu*, No. 0983 (C.C.P. Philadelphia Co. PA); *Brody v. Catell*, Index No. 008835/06 (Sup. Ct. Kings Co. NY); and *Rosenfeld Fam. Found. Trust v. Ace Cash Express Inc.*, 06 cv 1100-G (N.D. Tex. Dallas Div.).

Finally, as the chair of the Consumer Litigation Practice Group at the firm, Mr. Smilow represented millions of veterans and active members of the United States Armed Services for privacy law violations (*In re Department of Veterans Affairs Data Theft Litigation*, Misc. Action No. 06-0506 (JR), MDL Docket No. 1796) in the District of Columbia District Court, which culminated in a then record recovery of \$20 million. In another privacy litigation reported in *The Legal Intelligencer* on December 11, 2014, entitled *Court Reopens Door to Class Action in Flash Drive Case*, Mr. Smilow successfully argued for reversal of the denial of class certification under Pennsylvania's Unfair Trade Practices and Consumer Protection Law catch-all. Superior Court Judge Sally Mundy wrote in her decision that the trial court erred when concluding that class certification failed due to issues of reliance as to the deceptive conduct alleged. Judge Mundy vacated the decision and directed the trial court to address the other Pennsylvania Rule 1702 class certification factors. The case is *Baum v. Keystone Mercy Health Plan*, 2677 EDA 2013 (Super. Ct. Dec. 9,

2014). In an unusual litigation, Mr. Smilow also secured full refunds for one hundred sixty two small businesses in upstate New York in an administrative proceeding before the New York State Public Service Commission deriving from their utility's improper billing for electric demand (*KLCR Land Corp. and Har-Nof, Inc. vs. NYSEG*, Case No. 00-E-1678 (PSC June 20, 2003)).

MICHAEL A. ROGOVIN is an associate in the New York office. He received a B.A. in History from the University of Wisconsin-Madison in 1999 and his J.D. from Brooklyn Law School in 2003. Mr. Rogovin is admitted to the Bar of the State of New York and the United States District Courts for the Southern and Eastern Districts of New York.

Mr. Rogovin has litigated shareholder actions in connection with mergers and acquisitions and represents a broad spectrum of clients in complex class actions including securities class actions and shareholder derivative actions in federal and state courts.

Most recently, he prosecuted a federal class action that alleged receipt of, and failure to adequately disclose, the receipt of transfer agent fees by a national mutual fund firm (*In re Smith Barney Transfer Agent Litigation*, No. 95-cv-7583 (WHP) (S.D.N.Y.)), (preliminarily approval entered October 7, 2013).

Mr. Rogovin was a member of the firm's litigation team in the prosecution of a federal class action that alleged receipt of, and failure to adequately disclose, secret revenue sharing payments by a national brokerage firm (*Spahn v. Edward D. Jones & Co., et al.*, 04 cv 00086 (HEA)), which resulted in the recovery of \$127.5 million on behalf of Edward Jones' clients.

Mr. Rogovin also served on the firm's litigation team in numerous derivative actions involving corporations and issues of national prominence. When Freddie Mac, the

government-sponsored public corporation entrusted with maintaining liquidity in the United States' mortgage markets, announced one of the largest financial restatements in corporate history, he successfully assisted in the effort to recover the company's damages, recouping more than \$100 million (*Sadowsky Testamentary Trust v. Brendsel et al. f/b/o Federal Home Loan Mortgage Corporation*, 05 cv 2596).

Mr. Rogovin also devotes significant time to volunteer work, completing over 150 projects for New York Cares, with a focus on elementary education.

JOSHUA M. RUBIN is an associate in the New York office. He received a Bachelor of Talmudic Law from Ner Israel Rabbinical College in 2002 and his J.D. from Benjamin N. Cardozo School of Law in 2005. Mr. Rubin is admitted to the Bar of the State of New York and the United States District Courts for the Southern and Eastern Districts of New York.

Mr. Rubin represents a broad spectrum of domestic and foreign clients in complex class actions including securities class actions and shareholder derivative actions in federal and state courts.

Mr. Rubin has played an important role in the recovery of millions of dollars for damaged investors, and derivatively on behalf of publicly traded companies. These actions include the successful class prosecution on behalf of investors of Converium Holding AG (*Sclater-Booth v. SCOR, S.A.*, 07 cv 3476 (GEL)) in the Southern District of New York and Keyspan Corp. (*In re Keyspan Corporation Securities Litigation*, 01 cv 5852 (ARR)) in the Eastern District of New York. He also participated in landmark litigation leading to the certification of a class of investors asserting securities fraud claims against research analysts, reported at *DeMarco v. Robertson Stephenson, Inc.*, 228 F.R.D. 468 (S.D.N.Y. 2005) (\$3.1 million recovery).

Additionally, Mr. Rubin has had a significant role in successfully prosecuting derivative actions on behalf of Fortune 500 companies, including on behalf of Hewlett-Packard Company (*In re Hewlett-Packard Company Derivative Litigation*, C.A. No. 2428-VCN, Court of Chancery of the State of Delaware), Southwest Airlines Co. (*Carbon County Employees Retirement System et al., v. Kelly, et al. f/b/o Southwest Airlines Co.*, No. 08-086292, District Court of Dallas County, Texas) and BP p.l.c. (*In re BP p.l.c. Derivative Litigation*, No. 06 cv 6168 (HB) (S.D.N.Y.)).

Mr. Rubin has also litigated shareholder actions in connection with mergers and acquisitions and successfully represented shareholders in a recent action seeking to enforce the application of U.S. tender offer rules to a foreign corporation.

Mr. Rubin oversees the Firm's various systems used to monitor the stock portfolios of its institutional clients, as well as the maintenance of the firm's document retrieval database and Electronic Discovery platforms.

Mr. Rubin also devotes time to pro bono work. While in law school, he represented indigents in New York County Criminal Court and also assisted faculty on major litigation projects, including homicide, federal criminal and DNA finger-printing cases. He also volunteered as an arbitrator for the New York State Lemon Law Arbitration Program and spends time as a Big Brother mentor.

KELLY C. KEENAN is an associate in the New York office focusing on mergers and acquisitions litigation.

Ms. Keenan has achieved significant results for shareholders in connection with securities class actions involving corporate mergers and acquisitions. Recently, she assisted in the successful class prosecution on behalf of investors in *In re Epocrates Inc.*

Shareholder Litigation, No. 519078 (Cal. Super. Ct.-San Mateo County, Oct. 4, 2013) in the Superior Court of California, County of San Mateo.

Ms. Keenan received a B.B.A. in Finance from the University of Notre Dame in 2006 and her J.D. from Fordham University School of Law in 2012. While at Fordham, Ms. Keenan participated in the Family Advocacy Clinic and interned with the Honorable Robert K. Holdman of the Supreme Court of New York. Prior to joining WeissLaw, she worked as a Legal Fellow at the Neighborhood Legal Services Program in Washington, D.C. Ms. Keenan is admitted to the Bar of the State of New York.

EXHIBIT 3

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

IN RE COVIDIEN PLC SECURITIES
LITIGATION

CASE NO. 1:14-CV-12949-LTS

**DECLARATION OF SHANNON L. HOPKINS IN SUPPORT OF AWARD OF
ATTORNEYS' FEES AND REIMBURSEMENT OF EXPENSES FILED ON BEHALF
OF LEVI & KORSINSKY LLP**

I, Shannon L. Hopkins, declare as follows:

1. I am a partner at the law firm of Levi & Korsinsky LLP. I submit this declaration in support of Lead Plaintiff's application for an award of attorneys' fees and request for reimbursement of expenses in connection with the services rendered in this action, on behalf of all Plaintiffs' counsel who contributed to the prosecution of the claims in the above-captioned action (the "Litigation") from inception through August 31, 2015 (the "Time Period").

2. My firm served as Co-Lead Counsel in the Litigation. During this time, my firm led the prosecution of this action, including the development of litigation strategies; substantial factual and legal investigation and research; consultation with experts; conducting expedited discovery; extensive settlement negotiations; briefing in connection with preliminary and final approval of the Proposed Settlement; and general supervision of the litigation and settlement process.

3. The schedule attached hereto as Exhibit A is a summary indicating the amount of time spent by each attorney and professional support staff of my firm who was involved in the prosecution of the Litigation, and the lodestar calculation based on my firm's current billing rates. For personnel who are no longer employed by my firm, the lodestar calculation is based upon the billing rates for such personnel in his or her final year of employment by my firm.

The schedule was prepared from contemporaneous daily time records regularly prepared and maintained by my firm, which are available at the Court's request. Time expended in preparing this application for fees and payments of expenses has not been included in this request.

4. The hourly rates for the attorneys and professional support staff in my firm included in Exhibit A are the same as the regular rates which have been submitted in lodestar cross-checks in fee applications approved in other securities and shareholder litigations.

5. The total number of hours expended on this litigation by my firm during the time period is 223.25 hours. The total lodestar for my firm for those hours is \$133,198.75.

6. My firm's lodestar figures are based upon the firm's billing rates, which rates do not include charges for expenses items. Expense items are billed separate and such charges are not duplicated in my firm's billing rates.

7. As detailed in Exhibit B, my firm has incurred a total of \$7,677.00 in expenses in connection with the prosecution of the Litigation during the Time Period.

8. The expenses incurred in the Litigation are reflected on the books and records of my firm. These books and records are prepared from expense vouchers, check records and other source material and are accurate record of the expenses incurred.

9. With respect to the standing of my firm, attached hereto as Exhibit C my firm's résumé.

10. I declare under penalty of perjury that the foregoing is true and correct. Executed
this 28th day of August, at Stamford, Connecticut.


Shannon L. Hopkins

EXHIBIT A*In re Covidien Plc Securities Litigation*, Case No. 1:14-CV-12949-LTS**LODESTAR REPORT****FIRM: Levi & Korsinsky LLP****REPORTING PERIOD: Inception through August 31, 2015**

PROFESSIONAL	STATUS	HOURS	HOURLY RATE	LODESTAR
Shannon L. Hopkins	P	107.00	\$795.00	\$85,065.00
Nancy A. Kulesa	SC	1.00	\$750.00	\$750.00
Cecille Cargill	A	4.75	\$495.00	\$2,351.25
Stephanie A. Bartone	A	0.50	\$415.00	\$207.50
Sebastiano Tornatore	A	104.50	\$415.00	\$43,367.50
Samantha Halliday	PL	4.50	\$265.00	\$1,192.50
Joanna Chlebus	PL	0.50	\$265.00	\$132.50
Adam Rosen	PL	0.50	\$265.00	\$132.50
TOTAL		223.25		\$133,198.75

Partner (P)

Senior Counsel (SC)

Associate (A)

Paralegal (PL)

EXHIBIT B

In re Covidien Plc Securities Litigation, Case No. 1:14-CV-12949-LTS

EXPENSE REPORT

FIRM: Levi & Korsinsky LLP

REPORTING PERIOD: Inception through August 31, 2015

EXPENSE	TOTAL AMOUNT
Experts	\$6,778.69
Court Reporter	\$529.40
Travel	\$108.91
Computer Research	\$260
TOTAL	\$7,677.00

EXHIBIT C

In re Covidien Plc Securities Litigation, Case No. 1:14-CV-12949-LTS

Firm Résumé

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ABOUT THE FIRM

Levi & Korsinsky LLP is a national law firm with decades of combined experience litigating complex securities, class, and consumer actions in state and federal courts throughout the country. Our main office is located in New York City and we also maintain offices in New Jersey, Connecticut, and Washington, DC.

We represent the interests of aggrieved shareholders in class action and derivative litigation through the vigorous prosecution of corporations that have committed securities fraud and boards of directors who have breached their fiduciary duties. We have served as lead and co-lead counsel in many precedent-setting litigations, helping shareholders recover millions of dollars in securities fraud lawsuits as well as obtain fair value, multi-billion dollar settlements in merger transactions. We also represent clients in numerous high-stakes consumer class actions against some of the largest corporations in America. Our legal team has a long track record of litigating high-stakes, resource-intensive cases and consistently achieving results for our clients.

Our attorneys bring a vast breadth of knowledge and skill to the table and, as a result, are frequently appointed lead counsel in complex shareholder and consumer litigations in various jurisdictions. We have the ability to allocate substantial resources to each case that the Firm litigates. Our attorneys are supported by additional professionals including financial experts, in-house investigators, and administrative staff, as well as a cutting-edge proprietary e-discovery system customized to the discovery needs of any given litigation. We do not shy away from uphill battles – to the contrary, we routinely take on complex and challenging cases, and we prosecute them with integrity, determination, and professionalism.

“[P]laintiff’s [counsel] went the distance... did real work... took on real contingency risk and...obtained an injunction...”

– Vice Chancellor Travis Laster in Steinhardt v. Occam Networks, Inc. C.A. No. 5878-VCL (Del. Ch. 2010)

PRACTICE AREAS

Mergers & Acquisitions

We have achieved an impressive record in obtaining injunctive relief for shareholders and are one of the premier law firms engaged in mergers & acquisitions and takeover litigation, where we strive to maximize shareholder value. In these cases, we regularly fight to obtain settlements that enable the submissions of competing buyout bid proposals, thereby increasing consideration for shareholders.

We have litigated landmark cases that have altered the landscape of mergers & acquisitions law and resulted in multi-million dollar awards to aggrieved shareholders.

In *In re NCS Healthcare, Inc. Securities Litigation*, C.A. No. 19786 (Del. Ch. 2002), one of the most historically significant cases in the Delaware courts involving mergers and acquisitions law, one of our founding partners, as co-lead counsel, created a more than \$100 million cash benefit for shareholders as well as revolutionized the way bidders and target companies design and implement lockup mechanisms to protect a deal.

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In ***In re Great Wolf Resorts, Inc. Shareholder Litigation*, C.A. No. 7328-VCN (Del. Ch. 2012)**, we achieved tremendous results for shareholders, including partial responsibility for a \$93 million (57%) increase in merger consideration and the waiver of several “don’t-ask-don’t-waive” standstill agreements that were restricting certain potential bidders from making a topping bid for the company.

In ***In re CNX Gas Corp. Shareholder Litigation*, 4 A.3d 397 (Del. Ch. 2010)**, as Plaintiffs’ Executive Committee counsel, we obtained a landmark ruling from the Delaware Chancery Court that set forth a unified standard for assessing the rights of shareholders in the context of freeze-out transactions and ultimately led to a common fund recovery of over \$42.7 million for the company’s shareholders.

In ***In re Talecris Biotherapeutics Holdings Corp. Shareholder Litigation*, C.A. No. 5614-VCL (Del. Ch. 2010)**, we served as counsel for one of the lead plaintiffs and achieved a settlement that increased the merger consideration to Talecris shareholders by an additional 500,000 shares of the acquiring company’s stock and also provided shareholders with appraisal rights.

In ***In re Minerva Group LP v. Mod-Pac Corp., et al.*, Index No. 800621/2013 (N.Y. Sup. Ct. Erie Cty. 2013)**, we obtained a settlement in which defendants increased the price of an insider buyout from \$8.40 to \$9.25 per share, representing a recovery of \$2.4 million for shareholders.

In ***Stephen J. Dannis, et al. v. J.D. Nichols, et al.*, C.A. No. 13-CI-00452 (Ky. Cir. Ct. Jefferson Cty. 2014)**, as co-lead counsel, we obtained a 23% increase in the merger consideration (from \$7.50 to \$9.25 per unit) for shareholders of NTS Realty Holdings Limited Partnership. The total benefit of \$7.4 million was achieved after two years of hard-fought litigation, challenging the fairness of the going-private, squeeze-out merger by NTS’s controlling unitholder and Chairman, Defendant Jack Nichols. The unitholders bringing the action alleged that Nichols’ proposed transaction grossly undervalued NTS’s units. The 23% increase in consideration was a remarkable result given that on October 18, 2013, the Special Committee appointed by the Board of Directors had terminated the existing merger agreement with Nichols. Through counsel’s tenacious efforts the transaction was resurrected and improved.

In ***In re Craftmade International, Inc. Shareholder Litigation*, C.A. No. 6950-VCL (Del. Ch. 2011)**, we served as co-lead counsel and successfully obtained an injunction requiring numerous corrective disclosures and a “Fort Howard” release announcing that the Craftmade Board of Directors was free to conduct discussions with any other potential bidders for the company.

In ***Dias v. Purches*, C.A. No. 7199-VCG (Del. Ch. 2012)**, Vice Chancellor Sam Glasscock, III of the Delaware Chancery Court partially granted shareholders’ motion for preliminary injunction and ordered that defendants correct a material misrepresentation in the proxy statement relating to the acquisition of Parlux Fragrances, Inc. by Perfumania Holding, Inc.

In ***Forgo v. Health Grades, Inc.*, C.A. No. 5716-VCS (Del. Ch. 2010)**, as co-lead counsel, our attorneys established that defendants had likely breached their fiduciary duties to Health Grades’ shareholders by failing to maximize value as required under *Revlon, Inc. v. MacAndrews & Forbes Holdings, Inc.*, 506 A.2d 173 (Del. 1986). We were able to secure an agreement with defendants to take numerous steps to seek a superior offer for the company, including making key modifications to the merger agreement, creating an independent committee to evaluate potential offers, extending the tender offer period, and issuing a “Fort Howard” release affirmatively stating that the company would participate in good faith discussions with any party making a bona fide acquisition proposal.

In ***Steinhardt v. Occam Networks, Inc.*, C.A. No 5878-VCL (Del. Ch. 2010)**, we represented shareholders in challenging the merger between Occam Networks, Inc. and Calix, Inc., obtaining a preliminary injunction against the merger after showing that the proxy statement by which the shareholders were solicited to vote for the merger was materially false and misleading.

In ***In re Pamrapo Bancorp Shareholder Litigation*, Docket C-89-09 (N.J. Ch. Hudson Cty. 2011)**, as lead counsel for plaintiffs, we defeated defendants’ motion to dismiss shareholders’ class action claims for

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monetary damages by persuading the court on issues of first impression under New Jersey law. The case stemmed from the sale of Pamrapo Bancorp to BCB Bancorp at an allegedly unfair price through an unfair process. The court found that our efforts substantially benefited the shareholders by obtaining supplemental disclosures for shareholders ahead of the merger vote. In addition, we successfully defeated a motion for summary judgment.

In ***In re Complete Genomics, Inc. Shareholder Litigation***, C.A. No. 7888-VCL (Del. Ch. 2012), we obtained preliminary injunctions of corporate merger and acquisition transactions, and plaintiffs successfully enjoined a “don’t-ask-don’t-waive” standstill agreement.

In ***Hirsch v. Rayden, et. al. (Tween Brands)***, C.A. No. 4845 (Del. Ch. 2009) and in ***Fuller v. Pfenniger, Jr., et. al. (Continuicare)***, C.A. No. 20537CA04 (Cir. Ct. Fla. 2011), as sole lead counsel for plaintiffs in both cases, we succeeded in obtaining the disclosure of material facts concerning these proposed mergers that were previously concealed from shareholders.

Derivative, Corporate Governance & Executive Compensation

We protect shareholders by enforcing the obligations of corporate fiduciaries. We are a leader in achieving important corporate governance reforms for the benefit of shareholders. Our efforts include the prosecution of derivative actions in courts around the country, making pre-litigation demands on corporate boards to investigate misconduct and take remedial action for the benefit of shareholders. In situations where a company's board responds to a demand by commencing its own investigation, we frequently work with the board's counsel to assist and monitor the investigation, ensuring that the investigation is thorough and conducted in an appropriate manner.

We also have successfully prosecuted derivative and class action cases to hold corporate executives and board members accountable for various abuses and to help preserve corporate assets through long-lasting and meaningful corporate governance changes, thus ensuring that prior misconduct does not reoccur.

MacCormack v. Groupon, Inc., (D. Del. 2013), we caused the cancellation of \$2.3 million worth of restricted stock units granted to a company executive in violation of a shareholder-approved plan, as well as the adoption of enhanced corporate governance procedures designed to ensure that the board of directors complies with the terms of the plan; also obtained additional material disclosures to shareholders in connection with a shareholder vote on amendments to the plan.

Scherer v. Lu, et al. (Diodes Incorporated), (D. Del. 2014), we secured the cancellation of \$4.9 million worth of stock options granted to the company's CEO in violation of a shareholder-approved plan, as well as additional disclosures to enable shareholders to cast a fully-informed vote on the adoption of a new compensation plan at the company's annual meeting.

Edwards v. Benson, et al. (Headwaters Incorporated), (D. Utah 2014), we caused the cancellation of \$3.2 million worth of stock appreciation rights granted to the company's CEO in violation of a shareholder-approved plan and the adoption of enhanced corporate governance procedures designed to ensure that the board of directors complies with the terms of the plan.

Pfeiffer v. Begley, et al. (DeVry, Inc.), (Cir. Ct. DuPage Cty., Ill. 2012), we secured the cancellation of \$2.1 million worth of stock options granted to company's CEO in 2008-2012 in violation of a shareholder-approved incentive plan.

In ***Basch v. Healy*** (D. Del. 2014), we obtained a cash payment to the company to compensate for equity awards issued to officers in violation of the company's compensation plan. Caused significant changes in the company's compensation policies and procedures designed to ensure that future compensation decisions are made consistent with the company's plans, charters and policies. Impacted the board's

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creation of a new compensation plan and obtained additional disclosures to stockholders concerning the board's administration of the company's plan and the excess compensation.

In ***Pfeiffer v. Toll (Toll Brothers Derivative Litigation)***, C.A. No. 4140-VCL (Del. Ch. 2010), we prevailed in defeating defendants' motion to dismiss, in a case seeking disgorgement of profits that company insiders reaped through a pattern of insider-trading. After extensive discovery, we secured a settlement returning \$16.25 million in cash to the company, including a significant contribution from the individuals who traded on inside information.

Kleba v. Dees, et al., C.A. 3-1-13 (Tenn. Cir. Ct. Knox Cnty. 2014), we recovered approximately \$9 million in excess compensation given to insiders and cancellation of millions of shares of stock options issued in violation of a shareholder-approved compensation plan. In addition, we obtained the adoption of formal corporate governance procedures designed to ensure that future compensation decisions are made independently and consistent with the plan.

In ***In re i2 Technologies, Inc. Shareholder Litigation***, C.A. No. 4003-CC (Del. Ch. 2008), as counsel for the lead plaintiff, we challenged the fairness of certain asset sales made by the company and secured a \$4 million recovery.

We also have extensive experience in executive compensation where we have recaptured assets for the benefit of companies and their shareholders. In addition, we have secured corporate governance changes to ensure that executive compensation is consistent with shareholder-approved compensation plans, company performance, and federal securities laws.

In ***In re Activision, Inc. Shareholder Derivative Litigation***, No. 06-cv-04771-MRP (JTLX) (C.D. Cal. 2008), we were co-lead counsel and challenged executive compensation related to the dating of options. This effort resulted in more than \$24 million in excessive compensation, with expenses recovered and substantial corporate governance changes implemented.

In ***In re Corinthian Colleges, Inc. Shareholder Derivative Litigation***, 8:06cv777-AHS (C.D. Cal. 2006), we were co-lead counsel and achieved a \$2 million benefit for the company, resulting in the re-pricing of executive stock options and the establishment of extensive corporate governance changes.

In ***Pfeiffer v. Alpert (Beazer Homes Derivative Litig.)***, C.A. No. 10-cv-1063-PD (D. Del. 2010), we successfully challenged certain aspects of the company's executive compensation structure, ultimately forcing the company to improve its compensation practices.

In ***In re Cincinnati Bell, Inc., Derivative Litigation***, Case No. A1105305 (Ohio, Hamilton Cty. 2012), we achieved significant corporate governance changes and enhancements related to the company's compensation policies and practices in order to better align executive compensation with company performance. Reforms included the formation of an entirely independent compensation committee with staggered terms and term limits for service.

In ***Woodford v. M.D.C. Holdings, Inc.***, 1:2011cv00879 (D. Del. 2012), we challenged excessive compensation to top executives and obtained millions of dollars in reductions of that compensation, as well as corporate governance enhancements designed to implement best practices with regard to executive compensation and enable increased shareholder input in the process.

In ***Bader v. Goldman Sachs Group, Inc.***, No. 10-4364-cv, 2011 WL 6318037 (2d Cir. Dec. 19, 2011), we persuaded the Second Circuit Court of Appeals to reverse the District Court's dismissal of derivative claims seeking to recover excessive compensation granted to officers and directors of Goldman Sachs.

In ***In re Google Inc. Class C Shareholder Litigation***, C.A. No. 7469-CS (Del. Ch. 2012), we challenged a stock recapitalization transaction to create a new class of nonvoting shares and strengthen the corporate control of the Google founders. We helped achieve an agreement that provided an adjustment payment to shareholders in the event of certain discounts in the price of Google stock, and provided enhanced

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board scrutiny of the Google founders' ability to transfer stock, including the implementation of a new procedure for a waiver or modification of the founders' Transfer Restriction Agreement.

“I think you’ve done a superb job and I really appreciate the way this case was handled.”

– Judge Ronald B. Rubin, Circuit Court of Montgomery County, Maryland

Securities Fraud Class Actions

We prosecute claims on behalf of investors to recover losses suffered as a result of securities fraud, including the manipulation of a company's stock price by its executives, officers, directors, and advisors such as underwriters and accountants, through the issuance of false and misleading information. Our firm has been appointed lead counsel in numerous class actions filed in both federal and state courts across the country.

In ***E-Trade Financial Corp. Securities Litigation, No. 07-cv-8538 (S.D.N.Y. 2007)***, we were selected from a crowded field as co-lead counsel for a landmark securities fraud class action that arose out of the mortgage crisis. Our successful prosecution of the case resulted in a \$79 million recovery for the shareholder class.

We have been appointed lead or co-lead counsel in the following securities class actions:

- ***Hyatt v. Vivint Solar Inc.*, 1:14-cv-09283 (S.D.N.Y) (November 21, 2014)**
- ***Fialkov v. Alcobra Ltd.*, 1:14-cv-09906 (S.D.N.Y) (December 16, 2014)**
- ***In re Energy Recovery Inc. Securities Litigation*, 3:15-cv-00265 (N.D. Cal) (January 20, 2015)**
- ***In Re Ocean Power Technologies, Inc. Sec. Litig.*, 14-3799 (FLW) (LHG) (D. NJ) (March 17, 2015)**
- ***In re China Commercial Credit Securities Litigation*, Civil Action No. 1:15-cv-00557 (ALC) (October 31, 2014)**
- ***Stevens v. Quiksilver Inc., et al.*, 8:15-cv-00516-JVS-JCGx. (CD Cal) (June 26, 2015)**
- ***Fragala v. 500.com Ltd. et al.*, 2:15-cv-01463-MMM (CD Cal) (July 7, 2015)**
- ***Zaghian v. THQ, Inc.*, 2:12-cv-05227-GAF-JEM (C.D. Cal. Sept. 14, 2012)**
- ***Silsby v. Icahn*, 1-12-cv-02307-JGK (S.D.N.Y. July 13, 2012)**
- ***Maritime Asset Management, LLC, et al. v. NeurogesX, Inc., et al.*, 4-12-cv-05034 (N.D. Cal. Sept. 13, 2012)**
- ***Reinschmidt v. Zillow, Inc., et al.*, 2:12-cv-02084-RSM (W.D. Wash. April 24, 2013)**
- ***In re OCZ Technology Group, Inc. Securities Litigation*, 3:12-cv-05265-RS (N.D. Cal. Jan. 4, 2013)**
- ***In re CenturyLink, Inc. Sec. Litigation*, 1:13-cv-03839-LTS (S.D.N.Y. Sept. 23, 2013)**
- ***Berry v. Kior, Inc.*, 4:13-cv-02443 (S.D. Tex. Nov. 25, 2013)**
- ***In re Digital Domain Media Group, Inc. Sec. Litigation*, 12-CIV-14333 (JEM) (S.D. Fla. Sept. 20, 2012)**

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Consumer Litigation

Levi & Korsinsky works hard to protect consumers by holding corporations accountable for defective products, false and misleading advertising, overcharging, and unfair or deceptive business practices.

Our litigation and class action expertise combined with our in-depth understanding of federal and state laws enables us to fight for consumers who purchased defective products, including automobiles, appliances, electronic goods, and home products, as well as consumers who were deceived by consumer service providers such as banks, insurance companies, credit card companies, and phone companies.

In ***NV Security, Inc. v. Fluke Networks, et al.*, Case No. CV05-4217 GW (SSx) (C.D. Cal. 2005)**, we negotiated a settlement on behalf of purchasers of Test Set telephones in an action alleging that the Test Sets contained a defective 3-volt battery. We benefited the consumer class by obtaining the following relief: free repair of the 3-volt battery; reimbursement for certain prior repair; an advisory concerning the 3-volt battery on the outside of packages of new Test Sets; an agreement that defendants would cease to market and/or sell certain Test Sets; and a forty-two (42) month warranty on the 3-volt battery contained in certain devices sold in the future.

In ***Bustos v. Vonage America, Inc., et al.*, Case No. 06 Civ. 2308 (HAA) (D. NJ 2006)**, our firm achieved a common fund settlement of \$1.75 million on behalf of class members who purchased Vonage Fax Service in an action alleging that Vonage made false and misleading statements in the marketing, advertising, and sale of Vonage Fax Service by failing to inform consumers that the protocol Defendant used for the Vonage Fax Service was unreliable and unsuitable for facsimile communications.

In ***Masterson et al. v. Canon U.S.A., Inc.*, Case No. BC340740 (Cal. Super. Ct. L.A. Cty. 2006)**, we represented purchasers of Cannon SD Cameras in an action alleging that liquid crystal display ("LCD") screens on Cannon SD Cameras cracked, broke, or otherwise malfunctioned, and obtained refunds for certain broken LCD repair charges and important changes to the product warranty.

Community Involvement

In addition to our successes in the courtroom, we find the time to give back to the local and global communities. Our attorneys have served on the boards and participated in various organizations such as Mental Health Advocacy Services, a New Way of Life, Reentry Project, and the Rotary Club of Wall Street.

We also have done pro bono criminal defense work for indigent defendants in federal court under the Criminal Justice Act, assisted small businesses in the aftermath of September 11, 2001, provided services to battered women in family court, and assisted people living with AIDS with their estate planning. Our

attorneys have also partnered with the United Nations Association's Young Professionals to raise funds for the victims of the earthquake in Haiti, and with Big Brothers Big Sisters to mentor children.

OUR ATTORNEYS

Joseph E. Levi, *Managing Partner*

Joseph E. Levi is a central figure in shaping and managing the Firm's securities litigation practice. Mr. Levi has been lead or co-lead in dozens of cases involving the enforcement of shareholder rights in the context of mergers & acquisitions and securities fraud. In addition to his involvement in class action litigation, he has represented numerous patent holders in enforcing their patent rights in areas including computer hardware, software, communications, and information processing, and has been instrumental in obtaining substantial awards and settlements.

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Mr. Levi and the attorneys achieved success on behalf of the former shareholders of Occam Networks, Inc. in ongoing litigation challenging the Company's merger with Calix, Inc., obtaining a preliminary injunction against the merger due to material representations and omissions in the proxy statement by which the shareholders were solicited to vote. See **Steinhardt v. Howard-Anderson, et al., No. 5878-VCL (Del. Ch. Jan. 24, 2011)**. Vigorous litigation efforts are continuing to recover money damages for the shareholders.

Another victory for Mr. Levi and the attorneys was in litigation challenging the acquisition of Health Grades, Inc. by affiliates of Vestar Capital Partners, L.P., where it was successfully demonstrated to the Delaware Court of Chancery that the defendants had likely breached their fiduciary duties to Health Grades' shareholders by failing to maximize value as required by **Revlon, Inc. v. MacAndrews & Forbes Holdings, Inc., 506 A.2d 173 (Del. 1986)**. See **Weigard v. Hicks, et al., No. 5732-VCS (Del. Ch. Sept. 3, 2010)**. This ruling was used to reach a favorable settlement in which defendants agreed to a host of measures designed to increase the likelihood of superior bid. Vice Chancellor Strine "applaud[ed]" the litigation team for their preparation and the extraordinary high-quality of the briefing. He and the attorneys also played a prominent role in the matter of **In re CNX Gas Corp. Shareholders Litigation, C.A. No. 5377-VCL (Del. Ch. 2010)**, in which plaintiffs recovered a common fund of over \$42.7 million for stockholders.

Education

- Brooklyn Law School, J.D. (1995), magna cum laude
- Polytechnic University, B.S. (1984), summa cum laude, MS (1986)

Admissions

- New York (1996)
- New Jersey (1996)
- United States Patent and Trademark Office (1997)
- United States District Court for the Southern District of New York (1997)
- United States District Court for the Eastern District of New York (1997)

Eduard Korsinsky, *Managing Partner*

For more than 17 years Ed Korsinsky has represented clients in securities cases, derivative actions, consumer fraud, and complex commercial matters. He has been named a New York "Super Lawyer" by Thompson Reuters and is recognized as one of the country's leading practitioners in class and derivative matters. Mr. Korsinsky also has served as an editor of the American Bar Association's Securities Litigation Section's newsletter and is a member of the American Bar Association's Derivative Suits Subcommittee. Cases which he has litigated include:

- **E-Trade Financial Corp. Securities Litigation, No. 07-cv-8538 (S.D.N.Y. 2007)**, \$79 million recovery
- **In re Activision, Inc. Shareholder Derivative Litigation, No. 06-cv-04771-MRP (JTLX)(C.D. Cal. 2006)**, recovered \$24 million in excess compensation
- **Corinthian Colleges, Inc., Shareholder Derivative Litigation, SACV-06-0777-AHS (C.D. Cal. 2009)**, obtained re-pricing of executive stock options providing more than \$2 million in benefits to the company
- **Pfeiffer v. Toll, C.A. No. 4140-VCL (Del. Ch. 2010)**, \$16.25 million in insider trading profits recovered
- **In re Net2Phone, Inc. Shareholder Litigation, Case No. 1467-N (Del. Ch. 2005)**, obtained increase in tender offer price from \$1.70 per share to \$2.05 per share

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- ***In re Pamrapo Bancorp Shareholder Litigation*, Docket C-89-09 (NJ Ch. Hudson Cty. 2011)**, obtained supplemental disclosures following the filing of a motion for preliminary injunction, pursued case post-closing, secured key rulings on issues of first impression in New Jersey, and defeated motion for summary judgment
- ***In re Google Inc. Class C Shareholder Litigation*, C.A. No. 19786 (Del. Ch. 2012)**, obtained payment ladder indemnifying investors up to \$8 billion in losses stemming from trading discounts expected to affect the new stock
- ***Woodford v. M.D.C. Holdings, Inc.*, 1:2011cv00879 (D. Del. 2012)**, one of a few successful challenges to say on pay voting, recovered millions of dollars in reductions to compensation
- ***i2 Technologies, Inc. Shareholder Litigation*, C.A. No. 4003-CC (Del. Ch. 2008)**, \$4 million recovered, challenging fairness of certain asset sales made by the company
- ***Pfeiffer v. Alpert, et al. (Beazer Homes)*, C.A. No. 10-cv-1063-PD (D. Del. 2011)**, obtained substantial revisions to an unlawful executive compensation structure
- ***In re NCS Healthcare, Inc. Securities Litigation*, C.A. CA 19786, (Del. Ch. 2002)**, case settled for approximately \$100 million
- ***Paraschos, et al. v. YBM Magnex International, Inc., et al.*, No. 98-CV-6444 (E.D. Pa.)**, United States and Canadian cases settled for \$85 million Canadian

Education

- New York University School of Law, LL.M. (1997) Master of Law(s) Taxation
- Brooklyn Law School, J.D. (1995)
- Brooklyn College, B.S. (1992) summa cum laude, Accounting

Admissions

- New York (1996)
- New Jersey (1996)
- United States District Court for the Southern District of New York (1998)
- United States District Court for the Eastern District of New York (1998)
- United States Court of Appeals for the Second Circuit (2006)
- United States Court of Appeals for the Third Circuit (2010)
- United States District Court for the Northern District of New York (2011)
- United States District Court of New Jersey (2012)
- United States Court of Appeals for the Sixth Circuit (2013)

Publications

- Delaware Court Dismisses Compensation Case Against Goldman Sachs, ABA Section of Securities Litigation News & Developments (Nov. 7, 2011)
- SDNY Questions SEC Settlement Practices in Citigroup Settlement, ABA Section of Securities Litigation News & Developments (Nov. 7, 2011)

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- New York Court Dismisses Shareholder Suit Against Goldman Sachs, ABA Section of Securities Litigation News & Developments (Oct. 31, 2011)

Donald J. Enright, *Partner*

During his 19 years as a litigator and trial lawyer, Mr. Enright has handled matters in the fields of securities, commodities, consumer fraud and commercial litigation, with a particular focus on shareholder M&A and securities fraud class action litigation. He has been named as a Washington, DC "Super Lawyer" by Thomson Reuters for several consecutive years, and as one of Washington's "Top Lawyers" by Washingtonian magazine.

Mr. Enright has shown a track record of achieving victories in federal trials and appeals, including:

- *Nathenson v. Zonagen, Inc.*, 267 F. 3d 400, 413 (5th Cir. 2001)
- *SEC v. Butler*, 2005 U.S. Dist. LEXIS 7194 (W.D. Pa. April 18, 2005)
- *Belizan v. Hershon*, 434 F. 3d 579 (D.C. Cir. 2006)

Mr. Enright has also played a leadership role in numerous securities and shareholder class actions from inception to conclusion. His leadership has produced multi-million dollar recoveries in shareholder class actions involving such companies as:

- Allied Irish Banks PLC
- Iridium World Communications, Ltd.
- En Pointe Technologies, Inc.
- PriceSmart, Inc., Polk Audio, Inc.
- Meade Instruments Corp., Xicor, Inc.
- Streamlogic Corp.
- Interbank Funding Corp.
- Riggs National Corp.
- UTStarcom, Inc.
- Manugistics Group, Inc.

Most recently, in *In re CNX Gas Corp. Shareholders Litigation*, C.A. No. 53377-VCL, in which Levi & Korsinsky served upon plaintiffs' Executive Committee, Mr. Enright helped obtain the recovery of a common fund of over \$42.7 million for stockholders.

Mr. Enright also has a successful track record of obtaining injunctive relief in connection with shareholder M&A litigation, having won preliminary injunctions or other injunctive relief in the cases of:

- *In re: Portec Rail Products, Inc. Shareholder Litigation*, G.D. 10-3547 (Ct. Com. Pleas Pa. 2010)
- *In re Craftmade International, Inc. Shareholders Litigation*, C.A. No. 6950-VCL (Del. Ch. 2011)
- *Dias v. Purches, et al.*, C.A. No. 7199-VCG (Del. Ch. 2012)
- *In re Complete Genomics, Inc. Shareholder Litigation*, C.A. No. 7888-VCL (Del. Ch. 2012)

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- *In re Integrated Silicon Solution, Inc. Stockholder Litigation*, Lead Case No. 115CV279142 (Sup. Ct. Santa Clara, CA 2015)

Mr. Enright has also demonstrated considerable success in obtaining monetary recoveries and deal price increases for shareholders in M&A litigation. As co-lead counsel in the matter of *In re Great Wolf Resorts, Inc. Shareholder Litigation*, C.A. No. 7328-VCN, Mr. Enright was partially responsible for a \$93 million (57%) increase in merger consideration and waiver of several "don't-ask-don't-waive" standstill agreements that were precluding certain potential bidders from making a topping bid for the company.

Similarly, Mr. Enright served as co-lead counsel in the case of *Berger v. Life Sciences Research, Inc.*, No. SOM-C-12006-09 (NJ Sup. Ct 2009), which caused a significant increase in the transaction price from \$7.50 to \$8.50 per share, representing additional consideration for shareholders of approximately \$11.5 million.

And most recently, representing a substantial institutional investor, Mr. Enright served as co-lead counsel in *Minerva Group, LP v. Keane et al.*, Index No. 800621/2013 (Supreme Court of Erie County, NY), and obtained a settlement in which Defendants increased the price of an insider buyout from \$8.40 to \$9.25 per share.

The courts have consistently recognized and praised the quality of Mr. Enright's work. In *In re Interbank Funding Corp. Securities Litigation* (D.D.C. 02-1490), Judge Bates of the United States District Court for the District of Columbia observed that Mr. Enright had "...skillfully, efficiently, and zealously represented the class, and... worked relentlessly throughout the course of the case."

Similarly, in *Freeland v. Iridium World Communications, LTD.* (D.D.C. 99-1002), Judge Nanette Laughrey stated that Mr. Enright had done "an outstanding job" in connection with the recovery of \$43.1 million for the shareholder class.

In *In re Schuff Int'l S'holders Litig.*, C.A. No. 10323-VCL (Del. Ch. 2015), Vice Chancellor J. Travis Laster stated that Mr. Enright and LK "have done an excellent job in this Court getting results."

And, in the matter of *Osieczanek v. Thomas Properties Group, et al.*, C.A. No. 9029-VCG (Del. Ch. 2013), Vice Chancellor Sam Glasscock of the Chancery Court of Delaware observed that "it's always a pleasure to have counsel [like Mr. Enright] who are articulate and exuberant in presenting their position," and that Mr. Enright's prosecution of a merger case was "wholesome" and served as "a model of . . . plaintiffs' litigation in the merger arena."

Education

- George Washington University School of Law, J.D. (1996), where he was a Member Editor of The George Washington University Journal of International Law and Economics from 1994 to 1996
- Drew University, B.A. (1993) cum laude, Political Science and Economics

Admissions

- Maryland (1996)
- New Jersey (1996)
- United States District Court for the District of Maryland (1997)
- United States District Court for the District of New Jersey (1997)
- District of Columbia (1999)
- United States Court of Appeals for the Fourth Circuit (1999)
- United States Court of Appeals for the Fifth Circuit (1999)
- United States District Court for the District of Columbia (1999)

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- United States Court of Appeals for the District of Columbia (2004)
- United States Court of Appeals for the Second Circuit (2005)
- United States Court of Appeals for the Third Circuit (2006)

Publications

- His published securities litigation-related articles include: "SEC Enforcement Actions and Investigations in Private and Public Offerings," Securities: Public and Private Offerings, Second Edition, West Publishing 2007
- "Dura Pharmaceuticals: Loss Causation Redefined or Merely Clarified?" J. Tax'n & Reg. Fin. Inst. September/October 2007, Page 5

Nicholas I. Porritt, *Partner*

Nicholas I. Porritt prosecutes securities class actions, shareholder class actions, derivative actions, and mergers and acquisitions litigation. He has extensive experience representing plaintiffs and defendants in a wide variety of complex commercial litigation, including civil fraud, breach of contract, and professional malpractice, as well as defending SEC investigations and enforcement actions. Mr. Porritt has helped recover hundreds of millions of dollars on behalf of shareholders. He was one of the lead counsel in ***In re Google Inc. Class C Shareholder Litigation*** that resulted in a payment of \$422 million to shareholders and overall benefit of over \$3 billion to Google's minority shareholders. Some of Mr. Porritt's cases include:

- *Cozzarelli v. Inspire Pharmaceuticals, Inc.*, 549 F.3d 618 (4th Cir. 2008)
- *Teachers' Retirement System of Louisiana v. Hunter*, 477 F.3d 162 (4th Cir. 2007)
- *In re PEC Solutions, Inc. Securities Litigation*, 418 F.3d 379 (4th Cir. 2005)
- *In re Violin Memory, Inc. Sec. Litig.*, 13-cv-05486-YGR (N.D. Cal. October 31, 2014)
- *Garnitschnig v. Horovitz*, 48 F. Supp. 3d 820 (D. Md. 2014)
- *Ferre v. McGrath*, 06-cv-1684-CM (S.D.N.Y. Feb. 16, 2007)
- *Shiring v. Tier Technologies, Inc.*, 244 F.R.D. 307 (E.D. Va. 2007)

Mr. Porritt is also qualified as a Solicitor of the Senior Courts of England & Wales and advises international clients in the United States and Europe on the recovery of losses suffered to their investment portfolios attributable to financial fraud or other misconduct, including participation in shareholder class actions and other representative litigation in the United States, England, and in other jurisdictions.

Before joining the Firm, Mr. Porritt practiced as a partner at Akin Gump Strauss Hauer & Feld LLP and prior to that was a partner at Wilson Sonsini Goodrich & Rosati PC.

Education

- University of Chicago Law School, J.D. (1996) with honors
- University of Chicago Law School, LL.M. (1993)
- Victoria University of Wellington, LL.B. (Hons.) (1990) with First Class Honors, Senior Scholarship

Admissions

- New York (1997)

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-
- District of Columbia (1998)
 - United States District Court for the District of Columbia (1999)
 - United States District Court for the Southern District of New York (2004)
 - United States Court of Appeals for the Fourth Circuit (2004)
 - United States Court of Appeals for the Eleventh Circuit (2004)
 - United States Court of Appeals for the District of Columbia Circuit (2006)
 - United States Supreme Court (2006)
 - United States District Court for the District of Maryland (2007)
 - United States District Court for the Eastern District of New York (2012)

Then Vice Chancellor Leo E. Strine, Jr. praised the “exceedingly measured and logical” argument in Forgo v. Health Grades, Inc., C.A. No. 5716-VCS (Del. Ch. 2010).

Shannon L. Hopkins, *Partner*

Shannon L. Hopkins manages the Firm's Connecticut office. She was selected in 2013 as a New York “Super Lawyer” by Thomson Reuters. For more than a decade Ms. Hopkins has been prosecuting a wide range of complex class action matters in securities fraud, mergers and acquisitions, and consumer fraud litigation on behalf of individuals and large institutional clients. Ms. Hopkins has played a lead role in numerous shareholder securities fraud and merger and acquisition matters and has been involved in recovering multi-million dollar settlements on behalf of shareholders, including:

- ***E-Trade Financial Corp. Securities Litigation*, No. 07-cv-8538 (S.D.N.Y. 2007)**, \$79 million recovery for the shareholder class
- ***In re Cogent, Inc. Shareholder Litigation*, C.A. No. 5780-VCP (Del. Ch. 2010)**, \$1.9 million shareholder recovery and corrective disclosures relating to the Merger
- ***In re CMS Energy Sec. Litigation*, Civil No. 02 CV 72004 (GCS) (E.D. Mich. Sept. 6, 2007)**, (\$200 million recovery
- ***In re Sears, Roebuck and Co. Sec. Litigation*, No. 02-cv-07527 (N.D. Ill. Jan. 8, 2007)**, \$200 million recovery
- ***In re El Paso Electric Co. Sec. Litigation*, Civil Action No. 3:03-cv-00004-DB (W.D. Tex. Sept. 15, 2005)**, \$10 million recovery
- ***In re Novastar Fin. Sec. Litigation*, 4:04-cv-00330-ODS (W.D. Mo. Apr. 14, 2009)**, \$7.25 million recovery

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The quality of Ms. Hopkin's work has been noted by courts. In ***In re Health Grades, Inc. Shareholder Litigation*, C.A. No. 5716-VCS (Del Ch. 2010)**, where Ms. Hopkins was significantly involved with the briefing of the preliminary injunction motion, then Vice Chancellor Strine "applaud[ed]" co-lead counsel for their preparation and the extraordinary high-quality of the briefing.

In addition to her legal practice, Ms. Hopkins is a Certified Public Accountant (1998 Massachusetts). Prior to becoming an attorney, Ms. Hopkins was a senior auditor with PricewaterhouseCoopers LLP, where she led audit engagements for large publicly held companies in a variety of industries.

Education

- Suffolk University Law School, J.D. (2003) magna cum laude, where she served on the Journal for High Technology and as Vice Magister of the Phi Delta Phi International Honors Fraternity
- Bryant University, B.S.B.A., (1995) cum laude, Accounting and Finance, where she was elected to the Beta Gamma Sigma Honor Society

Admissions

- Massachusetts (2003)
- United States District Court for the District of Massachusetts (2004)
- New York (2004)
- United States District Court for the Southern District of New York (2004)
- United States District Court for the Eastern District of New York (2004)
- United States District Court for the District of Colorado (2004)
- United States Court of Appeals for the First Circuit (2008)
- United States Court of Appeals for the Third Circuit (2010)
- Connecticut (2013)

Publications

Ms. Hopkins has published the following articles concerning cutting edge technology issues:

- The Cybercrime Convention Does Not Provide Substantive Lawmaking Guidance (2005), <http://cyber.law.harvard.edu/netdialogue/discussion/?p=23>
- Cybercrime Convention: A Positive Beginning to a Long Road Ahead, 2 J. High Tech. L. 101 (2003)

Shane T. Rowley, *Partner*

Shane T. Rowley has represented clients in class actions since 1991. Mr. Rowley has amassed extensive experience in complex litigation. In ***Brickell Partners v. Emerging Communications, Inc.*, C.A. No. 16415 (Del. Ch. 1998)**, Mr. Rowley, as sole class counsel in conjunction with counsel for a co-litigant hedge fund, was instrumental in establishing new law and new standards for determining the fiduciary duties of corporate directors, especially directors that have specialized backgrounds (such as accountants, lawyers, financial experts, etc.). He was named as 2014 NY Metro Super Lawyer by Super Lawyers.

The Brickell Partners action was litigated vigorously by Mr. Rowley for over four years, including a six week trial, after which the Court returned a verdict in favor of plaintiff. The landmark decision is now reported as ***In re Emerging Communs., Inc. Shareholders Litigation*, C.A. No. 16415, 2004 Del. Ch. LEXIS 70 (Del. Ch., May 3, 2004)**.

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Mr. Rowley has recovered hundreds of millions of dollars for shareholders of publicly traded companies. In ***Rice v. Lafarge North America, Inc., No. 268974-V (Md. Cir. Ct. Montgomery Cty. 2007)***, as co-lead counsel, he represented the public shareholders of Lafarge North America ("LNA") in challenging the buyout of LNA by its French parent, Lafarge S.A., at the original offer price of \$75 per share. Following discovery and extensive injunction motion practice by Mr. Rowley and his co-counsel, the price per share was increased from \$75 to \$85.50 per share, representing a total benefit to the public shareholders of \$388 million.

In ***In re Fox Entertainment Group, Inc. Shareholders Litigation, Consolidated C.A. No. 1033-N (Del. Ch. 2005)***, Mr. Rowley, as co-lead counsel, was responsible for creating an increased offer price from the original proposal to shareholders, which represented an increased benefit to Fox Entertainment Group, Inc. shareholders of \$450 million.

Mr. Rowley is a citizen of the United States of America and Ireland and is admitted to practice in both countries.

Education

- Honorable Society of Kings Inns, Dublin, B.L. (1989)
- Trinity College (Dublin, Ireland), LL.B. (1987)

Admissions

- New York (1990)
- United States District Courts for the Eastern District of New York (1993)
- United States District Courts for the Southern District of New York (1993)
- United States District Court for the District of Colorado (1999)

Steven J. Purcell, *Partner*

Steven J. Purcell has substantial experience in a wide variety of complex litigation and regulatory proceedings, including matters involving antitrust, bankruptcy, contract, derivative, employment, and securities laws, in various state and federal courts around the country. Before joining the Firm, Mr. Purcell was an associate at Sullivan & Cromwell (2001-2009).

While at the firm, Mr. Purcell has obtained tens of millions of dollars in recoveries, along with corporate governance reforms and disclosure benefits, in numerous shareholder derivative and class actions, including:

- ***Shepherd v. Simon*, (Del. Ch. 2014)**
- ***Kleba v. Dees, et al.* (Tenn. Cir. Ct. Knox Cnty. 2014)**
- ***Basch v. Healy, et al.* (D. Del. 2014)**
- ***Scherer v. Lu, et al.* (D. Del. 2014)**
- ***Edwards v. Benson, et al.* (D. Utah 2014)**
- ***Jurglewicz v. McAllister, et al.* (D. Mont. 2013)**
- ***Braunstein v. Geospace Technologies Corp.* (D. Del. 2013)**
- ***Hancock v. Debney et al.* (Dist. Ct. Clark Cty., Nev. 2013)**
- ***MacCormack v. Groupon, Inc.* (D. Del. 2013)**
- ***Pfeiffer v. Begley, et al.* (Cir. Ct. DuPage Cty., Ill. 2012)**

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Mr. Purcell is a member of the American Bar Association's Class Actions & Derivative Suits Committee. He is also a member of the New York State Bar Association's Section Horizontal Restraints Committee, and the New York City Bar Association.

Education

- University of Minnesota Law School, J.D. (2001) magna cum laude, Order of the Coif
- Bridgewater State College, B.S. (1998) summa cum laude

Admissions

- New York (2002)
- United States District Court for the Eastern District of New York (2002)
- United States District Court for the Southern District of New York (2002)
- United States Court of Appeals for the Second Circuit (2007)
- United States Supreme Court (2007)
- United States Court of Appeals for the Ninth Circuit (2014)
- United States Court of Appeals for the Third Circuit (2014)

Robert H. Lefkowitz, *Partner*

Mr. Lefkowitz, a partner at the Firm, concentrates his practice on new case development, particularly actions involving breaches of fiduciary duties. Mr. Lefkowitz founded the Firm's practice that focuses on recovering unauthorized and unfair executive and director compensation. Among the cases he developed include:

- ***Shepherd v. Simon*, C.A. 7902 (Del. Ch. 2014)** Secured the cancellation of stock grant to CEO and son of founder valued at more than \$100 million. Caused company to modify equity compensation plan and submit it for shareholder vote; new plan lowered maximum equity payouts by 92% and was supported by robust disclosures including description of previous violations of compensation plan limits by the company's Board.
- ***Kleba v. Dees, et al.*, C.A. 3-1-13 (Tenn. Cir. Ct. Knox Cnty. 2014)** Recovered approximately \$9 million in excess compensation given to insiders and caused the cancellation of millions of shares of stock options issued in violation of a shareholder-approved compensation plan. In addition, we obtained the adoption of formal corporate governance procedures designed to ensure that future compensation decisions are made independently and consistent with the plan.
- ***Scherer v. Lu, et al. (Diodes Incorporated)*, (D. Del. 2014)** Secured the cancellation of \$4.9 million worth of stock options granted to the company's CEO in violation of a shareholder-approved plan, as well as additional disclosures to enable shareholders to cast a fully-informed vote on the adoption of a new compensation plan at the company's annual meeting.
- ***Jurgelewicz v. McAllister, et al. (Stillwater Mining Company)* (D. Mont. 2013)** Secured the cancellation of approximately \$2.3 million in stock awards granted to CEO in violation of a shareholder-approved compensation plan. In addition, we moved for a preliminary injunction and

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prompted the issuance of an amended and supplemental proxy statement, which enabled shareholders to cast fully informed votes in a hotly-contested proxy battle for control of the company.

- **Braunstein v. Geospace Technologies Corp. (D. Del. 2013)** Obtained a revised proxy statement which enabled Geospace's shareholders to cast separate votes on two separate matters that the company had previously "bundled" together in the initial proxy in violation of SEC rules.
- **Hancock v. Debney et al. (Smith & Wesson Holding Corp.) (Dist. Ct. Clark Cty., Nev. 2013)** Secured the cancellation of \$1.2 million worth of stock options granted to the company's CEO in violation of a shareholder-approved plan, as well as the adoption of enhanced corporate governance procedures designed to ensure that the board of directors complies with the terms of the plan as approved by shareholders.

Education

- Benjamin N. Cardozo School of Law, J.D. (2005) magna cum laude, where he served as a Notes Editor on the Cardozo Law Review
- Binghamton University, B.S. (2001) summa cum laude, Finance

Admissions

- New York (2006)

*In appointing the Firm lead counsel in **Zaghian v. THQ, Inc.**,
2:12-cv-05227-GAF-JEM (C.D. Cal. Sept. 14, 2012),
The Honorable Gary Allen Feess cited the Firms’
“significant prior experience in securities litigation
and complex class actions.”*

Michael H. Rosner, *Partner*

Michael Rosner focuses his practice on representing shareholders of public companies in class action and derivative litigation seeking recovery for corporate wrongdoing, particularly with respect to mergers and acquisitions and executive compensation. He was selected as a "Rising Star" by Super Lawyers in 2014.

Recent successes on behalf of shareholders include the obtaining of a preliminary injunction against the merger of Occam Networks, Inc. and Calix, Inc., due to material misrepresentations and omissions in the proxy statement by which the shareholders were solicited to vote for the merger. See **Steinhardt v. Howard-Anderson, et al., No. 5878-VCL (Del. Ch. Jan. 24, 2011)**. Mr. Rosner continues to lead the litigation effort on behalf of former Occam shareholders to recover money damages for alleged breaches of fiduciary duty by Occam's Board of Directors in connection with the merger.

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Another of Mr. Rosner's recent victories for shareholders was in litigation challenging the acquisition of Health Grades, Inc. by affiliates of Vestar Capital Partners, L.P. In that case, Mr. Rosner and his co-counsel successfully demonstrated to the Delaware Court of Chancery that the defendants had likely breached their fiduciary duties to Health Grades' shareholders by failing to maximize value as required by **Revlon, Inc. v. MacAndrews & Forbes Holdings, Inc.**, 506 A.2d 173 (Del. 1986). See **Weigard v. Hicks, et al.**, No. 5732-VCS (Del. Ch. Sept. 3, 2010) ("Health Grades").

Using the Court's favorable ruling, Mr. Rosner and co-counsel in Health Grades were successful in reaching a settlement in which defendants agreed to, among other things, modify the merger agreement (including by reducing the termination fee, imposing a "majority of the minority" requirement, and reducing the period of notice to the buyer before Health Grades could enter into a superior proposal), as well as to create and empower an independent committee, extend the tender offer so as to allow other potential bidders an opportunity to make a competing bid, and issue a "Fort Howard" press release affirmatively stating that the company "will provide information to, and engage and participate in good faith discussions and negotiations with, any third party" making a bona fide written acquisition proposal. Vice Chancellor Strine "applaud[ed]" Mr. Rosner and co-counsel for their preparation and the extraordinarily high quality of the briefing.

Mr. Rosner has also had success at the appellate level, persuading the Second Circuit Court of Appeals to reverse a district court's dismissal of derivative claims seeking to recover excessive compensation granted to officers and directors of Goldman Sachs. See **Bader v. Goldman Sachs Group, Inc., et al.**, No. 10-4364-cv, 2011 WL 6318037 (2d Cir. Dec. 19, 2011).

Prior to joining the Firm, Mr. Rosner practiced as an associate at Sullivan & Cromwell (2000-2006).

Education

- Fordham University School of Law, J.D. (2000) magna cum laude, where he served on the Fordham Law Review and was President of the Chess Club.
- State University of New York at Albany, B.A. (1997) summa cum laude, where he was elected to Phi Beta Kappa

Admissions

- New York (2001)
- United States District Court for the Southern District of New York (2001)
- United States District Court for the Eastern District of New York (2001)
- United States Court of Appeals for the Second Circuit (2005)

Publications

- Co-authored Seeking Subprime Solutions: Fed Action, Legislation and Litigation Address the Subprime Mess, Global Securitization Guide (May 2008)
- Co-authored Legislative and Regulatory Developments in U.S. Securitizations, Global Securitization Guide (May 2007)
- Assisted in the preparation of Pay, Performance and Proxies: The Latest in Executive Compensation, Fund Management Legal & Regulatory Report (March 2007)

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Douglas E. Julie, *Partner*

Douglas E. Julie primarily prosecutes stockholder class and derivative actions, and conducts corporate investigations on behalf of investors. In addition to his stockholder practice, Mr. Julie has extensive experience representing plaintiffs and defendants in complex litigation, including claims involving bankruptcy, business torts, consumer protection laws, contracts, fraud and false claims acts. Mr. Julie's successful representations at the firm include:

- ***Shepherd v. Simon (Simon Property Group)*, C.A. No. 7902 (Del. Ch. 2014)** Secured the cancellation of stock grant to CEO and son of founder valued at more than \$100 million. Caused company to modify equity compensation plan and submit it for shareholder vote; new plan lowered maximum equity payouts by 92% and was supported by robust disclosures including description of previous violations of compensation plan limits by the company's Board.
- ***Pfeiffer v. Toll (Toll Brothers Inc.)*, C.A. No. 4140-VCL (Del. Ch. 2013)** After extensive discovery, secured a settlement returning \$16.25 million in cash to the company, including a significant contribution from the individuals who traded stock based on inside information.
- ***In re Google Inc. Class C Shareholder Litigation*, C.A. No. 7469-CS (Del. Ch. 2013)**, challenged a stock recapitalization transaction to create a new class of nonvoting shares and strengthen the corporate control of the Google founders. On the eve of trial, we obtained an agreement that provided an adjustment payment of up to \$8 billion to shareholders in the event of certain discounts in the price of Google stock, and provided enhanced board scrutiny of the Google founders' ability to transfer stock, including the implementation of a new procedure for a waiver or modification of the founders' ability to trade control of the company amongst themselves.
- ***Mor v. Collis (AmerisourceBergen Corp.)*, C.A. No. 1:13-cv-00242-RGA (D. Del. 2013)** obtained recovery of option awards to buy stock worth more than \$16 million made to CEO in violation of shareholder-approved equity compensation plan, and new corporate controls designed to prevent a recurrence of the challenged conduct. Resolution represented recovery of 100% of the wrongful award.

Education

- New York University School of Law, J.D. (2004), where he served on the editorial board of the Annual Survey of American Law
- Cornell University, B.S. (2001) Industrial and Labor Relations

Admissions

- New York (2005)
- United States District Courts for the Southern District of New York (2005)
- United States District Courts for the Eastern District of New York (2005)
- United States Court of Appeals for the Sixth Circuit (2012)

Mr. Julie has been selected as a Rising Star by Super Lawyers in each of 2012, 2013, and 2014. Before joining the Firm, Mr. Julie was an associate at Kelley Drye & Warren.

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Nancy A. Kulesa, *Of Counsel*

Nancy A. Kulesa has extensive experience in complex litigation in federal and state courts, including securities litigation, Employee Retirement Income Security Act of 1974 (ERISA) litigation, consumer fraud litigation, mergers and acquisitions cases, and antitrust litigation.

Ms. Kulesa is involved in all of the Firm's practice areas, with a primary focus on securities litigation and institutional investor relations. She directs the Firm's Portfolio Monitoring Services and assists clients in identifying material losses in their securities portfolios caused by corporate wrongdoing. She consults

with investors regarding securities litigation, corporate governance, and shareholder rights. She has been involved in numerous securities fraud litigations which have recovered millions of dollars for shareholders, including:

- ***In re CIT Group Securities Litigation*, 1:08-06613 (S.D.N.Y. 2008), \$75 million**
- ***Klugmann v. American Capital Ltd.*, 09-cv-0005 (D. Md. 2009), \$18 million**
- ***In re Nuvelo, Inc. Securities Litigation*, 07-cv-4056 (N.D. Cal. 2007), \$8.9 million**
- ***Bauer v. Prudential, Inc.*, 09-cv-1120 (JLL) (D.N.J. 2009), \$16.5 million**

Prior to joining the Firm, Ms. Kulesa practiced at Iazard Nobel, LLP, where she represented investors in securities class actions and employees under ERISA. Ms. Kulesa has experience in representing corporations seeking antitrust clearance of mergers and acquisitions and has also handled commercial litigation matters and contractual disputes.

Education

- University of Connecticut School of Law, J.D. (2001)
- Fordham University, B.A. (1998), International Politics

Admissions

- Connecticut (2001)
- United States District Court for the District of Connecticut (2004)
- United States District Court for the Southern District of New York (2015)

“it’s always a pleasure to have counsel [from Levi & Korsinsky] who are articulate and exuberant...” and referred to our approach to merger litigation as “wholesome” and “a model of...plaintiffs’ litigation in the merger arena.”

*Vice Chancellor Sam Glasscock, In Ocieczanek v. Thomas Properties Group, et al.,
C.A. No. 9029-VCG (Del. Ch. 2014)*

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Cecille B. Cargill, *Associate*

Cecille B. Cargill manages the Firm's client development services. She advises shareholders of their rights related to securities litigation, complex class actions, and shareholder and derivative litigation, and also responds to shareholder inquiries pertaining to the Firm and specific cases.

Education

- Boston University School of Law, J.D. (1994)
- State University at Buffalo, B.A. (1990) History & Legal Studies

Admissions

- Massachusetts (1995)

Julia J. Sun, *Associate*

Julia J. Sun represents investors in a variety of complex class actions, including securities class actions and shareholder derivative actions in federal and state courts. In particular, she represents shareholders in litigation arising from mergers and acquisitions.

Ms. Sun has played an important role in the prosecution of:

- ***Spahn v. Edward D. Jones & Co., et al.*, 04 cv 00086 (HEA) (E.D. Mo. 2004)**, a federal class action alleging inadequate disclosure to clients of the company's "preferred funds program," which resulted in the successful recovery of \$127.5 million for investors
- ***Bachman v. A.G. Edwards, Inc., et al.*, Cause No. 22052-01266-03 (Mo. Cir. Ct. St. Louis Cty. 2005)**, which alleged fiduciary breach and unjust enrichment, and resulted in a recovery for the class valued at \$60 million
- ***Conditionally Certified Class of Certain Former Summit Bancorp Shareholders v. FleetBoston Financial Corporation, et al.*, C.A. 2:08-cv-04947-GEB-MCA (D.N.J. 2008)**, which charged defendants with violations of the Securities Act and recovered \$5.5 million for the class.

Ms. Sun was also responsible for the coordination of several complex actions under Section 36(b) of the Investment Company Act of 1940 and certain other federal and state laws, arising from the payment of excessive fees to investment advisers and distributors of large mutual fund families, including ***Forsythe v. Massachusetts Financial Services Co.*, No. 04 cv 10584 (GAO) (D. Mass 2004)** and ***In re RS Funds*, 04 cv 3798 (JFM) (D. Md. 2004) (*In re Mutual Funds Investment Litigation*, MDL 1586, 04-MD-15863 (JFM))**.

Education

- Brooklyn Law School, J.D. (2003)
- Barnard College, B.A. (1998)

Admissions

- New York (2004)
- New Jersey (2004)
- United States District Court for the District of New Jersey (2004)
- United States District Court for the Eastern District of New York (2006)

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- United States District Court for the Southern District of New York (2006)

Elizabeth K. Tripodi, *Associate*

Elizabeth K. Tripodi focuses her current practice on shareholder litigation, with an emphasis on corporate mergers and acquisitions. She represents shareholders of companies whose shares are being acquired through mergers, acquisitions, tender offers, and other change-in-control transactions. Ms. Tripodi was recently named a Washington, DC "Super Lawyer" and was selected as a "Rising Star."

Ms. Tripodi has played a key role in obtaining injunctive relief while representing shareholders in connection with M&A litigation, including obtaining preliminary injunctions or other injunctive relief in the following actions:

- ***In re Portec Rail Products, Inc. Shareholder Litigation*, G.D. 10-3547 (Pa. Ct. Com. Pleas 2010)**
- ***In re Craftmade International, Inc. Shareholders Litigation*, C.A. No. 6950-VCL (Del. Ch. 2011)**
- ***Dias v. Purches, et al.*, C.A. No. 7199-VCG (Del. Ch. 2012)**
- ***In re Complete Genomics, Inc. Shareholder Litigation*, C.A. No. 7888-VCL (Del. Ch. 2012)**

Additionally, Ms. Tripodi has served as part of the litigation teams that have obtained monetary recoveries, and deal price increases for shareholders in M&A litigation, including:

- ***In re Great Wolf Resorts, Inc. Shareholder Litigation*, C.A. No. 7328-VCN (Del Ch. 2012)**, where there was a \$93 million (57%) increase in merger consideration
- ***Minerva Group, LP v. Keane et al.*, Index No. 800621/2013 (Supreme Court of Erie County, NY)**, where she helped obtain a settlement in which Defendants increased the price of an insider buyout from \$8.40 to \$9.25 per share

Prior to joining the Firm, Ms. Tripodi was a member of the litigation team that served as lead counsel in, and was responsible for, the successful prosecution of numerous class actions, including:

- ***Rudolph v. UTStarcom*, 560 F. Supp. 2d 880 (N.D. Cal. 2008)** (stock option backdating litigation obtaining a \$9.5 million settlement)
- ***Grecian v. Meade Instruments Corp., et al.*, No. 8:06-cv-00908 (C.D. Cal. 2006)** (stock option backdating litigation obtaining a \$3.5 million settlement)

Education

- American University Washington College of Law (2006), cum laude, where she served as Editor in Chief of the Business Law Brief, was a member of the National Environmental Moot Court team, and interned for Environmental Enforcement Section at the Department of Justice
- Davidson College B.A. (2000) Art History

Admissions

- Virginia (2006)
- District of Columbia (2008)
- United States District Court for the Eastern District of Virginia (2006)
- United States District Court for the District of Columbia (2010)

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Thomas M. Gottschlich, *Associate*

Thomas M. Gottschlich focuses on prosecuting shareholder, consumer, and anti-trust class actions. During law school, Mr. Gottschlich interned at the Department of Justice's Federal Tort Claims Act Section, interned for the Honorable Ricardo M. Urbina at the U.S. District Court for the District of Columbia, and interned for the Honorable Mary Katherine Huffman at the Montgomery County, Ohio Court of Common Pleas.

Education

- American University Washington College of Law, J.D. (2009), where he was a member of the American University Law Review
- American University, B.A. (2005) International Studies, Spanish minor

Admissions

- New York (2009)
- District of Columbia (2011)
- United States District Court for the Southern District of New York (2012)
- United States District Court for the Eastern District of New York (2012)

“appreciated very much the quality of the argument, the obvious Preparation that went into it, and the ability of counsel...”

Vice Chancellor Sam Glasscock, III, Dias v. Purches, et al., C.A. No. 7199-VCG (Del. Ch. 2012)

Adam Apton, *Associate*

Adam Apton practices in the Washington, DC office, where he focuses on securities fraud, corporate governance, and shareholder rights litigation. Prior to joining the Firm, Mr. Apton defended corporate clients against complex mass tort, commercial, and products liability lawsuits. Mr. Apton interned for the Honorable Carolyn E. Demarest of the New York State Supreme Court, Commercial Division, while attending law school. He also served as an Articles Editor for the New York Law School Law Review.

Education

- New York Law School, J.D. cum laude (2009)
- University of Minnesota, B.A. with distinction (2006) Entrepreneurial Management & Psychology

Admissions

- New York (2010)
- United States District Courts for the Southern District of New York (2010)
- United States District Courts for the Eastern District of New York (2010)
- District of Columbia (2013)

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Publications

Mr. Apton's comment on the federal district court case *In re Davis*, (53 N.Y.L. SCH. L. REV. 639 (2008–2009)) Participation in a multi-volume analysis of statutory interpretation rules published by the Social Science Research Network, "Only a Sith Thinks Like That": Llewellyn's "Duelling Canons", Pairs Twenty-One to Twenty-Four (Feb. 2010).

Justin G. Sherman, *Associate*

Justin G. Sherman is a member of the New York City Bar Association and the New York County Lawyers Association.

Education

- New York Law School, J.D. (2011) cum laude, where he was a Notes & Comments Editor on the New York Law School Law Review
- Hamilton College, B.A. (2008), World Politics Major, Spanish Minor

Admissions

- New Jersey (2011)
- New York (2012)
- United States District Court for the District of New Jersey (2012)

William J. Fields, *Associate*

William J. Fields is a member of the New York City Bar Association and serves on the New York City Affairs Committee. Before joining the Firm, Mr. Fields was a Law Clerk in the Second Circuit Court of Appeals – Staff Attorney's Office.

Education

- Cornell Law School, J.D. (2011)
- University of Connecticut, B.A. (2008) cum laude

Admissions

- New York (2012)
- New Jersey (2012)

*In appointing the Firm lead counsel in *Zaghian v. THQ, Inc.*, 2:12-cv-05227-GAF-JEM (C.D. Cal. Sept. 14, 2012), The Honorable Gary Allen Feess cited the Firms' "significant prior experience in securities litigation and complex class actions."*

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Sebastian Tornatore, *Associate*

Prior to joining the Firm, Sebastian Tornatore worked for the Connecticut Judicial System, where he gained significant experience working for various state judges.

Education

- The University of Connecticut School of Law, J.D. (2012), where he served as Executive Editor of the Connecticut Law Review and was a member of the Connecticut Moot Court Board
- Boston College, B.A. (2008) Political Science

Admissions

- Massachusetts (2012)
- Connecticut (2012)
- New York (2014)
- United States District Court for the District of Connecticut (2014)

Stephanie Bartone, *Associate*

Education

- The University of Connecticut School of Law, J.D. (2012), where she served as Symposium Editor of the Connecticut Law Review
- University of New Hampshire, B.A. (2008) summa cum laude, Psychology and Justice Studies

Admissions

- Connecticut (2012)
- Massachusetts (2012)
- United States District Court for the District of Connecticut (2015)

Christopher J. Kupka, *Associate*

Christopher J. Kupka has experience in insurance, contract, securities, and corporate law, and focuses on the litigation of derivative and class actions. Prior to joining the Firm, Mr. Kupka was an associate at a boutique insurance law firm where he prosecuted affirmative recovery actions against perpetrators of healthcare fraud under the Racketeer Influenced and Corrupt Organizations ("RICO") Act.

Education

- University of Pennsylvania Law School, J.D. (2010), where he served as an editor of the Journal of International Law, was an Edward V. Sparrow Public Interest Fellow, and was awarded the M.H. Goldstein Memorial Prize in labor law
- Cornell University, A.B. (2007)

Admissions

- New York (2011) United States District Courts for the Southern District of New York (2012)
- United States District Courts for the Eastern District of New York (2012)

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- Illinois (2013)
- United States District Courts for the Northern District of Illinois (2014)

Publications

- "Remediation of Unfair Labor Practices and the EFCA: Justifications, Criticisms, and Alternatives," 38 Rutgers L. Rec. 197 (May 2011).

Alexander Krot, *Associate*

Education

- The George Washington University, BBA (2003) concentrations in Finance and International Business
- American University Washington College of Law, J.D. (2010)
- Georgetown University Law Center, LL.M. (2011) Securities and Financial Regulation with Distinction
- American University, Kogod School of Business, M.B.A. (2012)

Admissions

- Maryland (2011)
- District of Columbia (2014)

Timothy Straub, *Associate*

Education

- University of Nebraska, B.A. (2002) with distinction, Philosophy
- Georgetown University, M.A. (2005) Philosophy
- Fordham University School of Law, J.D. (2013) cum laude, where he served as Assistant Competitions Editor for the Fordham Law Moot Court Board and was a member of the Fordham Urban Law Journal.

Admissions

- New York (2014)

Katherine DeStefano, *Associate*

Katherine DeStefano practices in the Washington, DC office. Prior to joining the Firm, Ms. DeStefano was a law clerk in the District Court of Maryland for Montgomery County, assisting all eleven judges.

Education

- Georgetown University, B.S. Marketing & Management, concentration in Leadership & Change (2010)
- Fordham University School of Law, J.D. (2013), where she served as an Associate Editor of the Fordham Intellectual Property, Media & Entertainment Law Journal, and as Executive Vice President of the Fordham Sports Law Forum.

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Admissions

- New York (2014)
 - District of Columbia (2014)
-

“a model for how [the] great legal profession should conduct itself.”

*Justice Timothy S. Driscoll, Grossman v. State Bancorp, Inc., Index No. 600469/2011
(Nassau County, New York Supreme Court 2011)*

Courtney E. Maccarone, *Associate*

Prior to joining the firm, Ms. Maccarone was an associate at a boutique firm in New York specializing in class action litigation. Ms. Maccarone gained experience in law school as an intern to the Honorable Martin Glenn of the Southern District of New York Bankruptcy Court and as a law clerk at a New York City-based class action firm.

Ms. Maccarone was selected to the 2014 New York Super Lawyers “Rising Stars” list.

Education

- New York University, B.A. (2008) magna cum laude
- Brooklyn Law School, J.D. (2011) magna cum laude, where she served as the Executive Symposium Editor of the Brooklyn Journal of International Law and was a member of the Moot Court Honor Society

Admissions

- New Jersey (2011)
- New York (2012)
- United States District Court for the District of New Jersey (2012)
- United States District Court for the Eastern District of New York (2012)
- United States District Court for the Southern District of New York (2012)

Publications

- “Crossing Borders: A TRIPS-Like Treaty on Quarantines and Human Rights,” published in the Spring 2011 edition of the Brooklyn Journal of International Law.

Michael B. Ershowsky, *Associate*

Education

- Brooklyn Law School, J.D. (2013), where he earned a Certificate in Business Law with Distinction
-

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- University of Miami, B.A. (2006) History

Admissions

- New York (2014)

Brian Stewart, *Associate*

Mr. Stewart is an Associate with the Firm practicing in the Washington, DC office.

Prior to joining the firm, Mr. Stewart was an associate at a small litigation firm in Washington D.C. and a regulatory analyst at the Financial Industry Regulatory Authority (FINRA). During law school, he interned for the Enforcement Divisions of the SEC and CFPB.

Education

- American University Washington College of Law, J.D. (2012)
- University of Washington, B.S. Economics, Minor in Mathematics (2008)

Admissions

- Maryland (2012)
- District of Columbia (2014)

Andrea Clisura, *Associate*

Ms. Clisura focuses her practice on prosecuting consumer class actions. Prior to joining Levi & Korsinsky, LLP, she was an associate at a boutique law firm in New York specializing in class action litigation. While attending Brooklyn Law School, Ms. Clisura served as an Associate Managing Editor of the Journal of Law and Policy and was a member of the Moot Court Honor Society, Appellate Advocacy Division. Her note, "None of Their Business: The Need for Another Alternative to New York's Bail Bond Business," was published in Brooklyn Law School's Journal of Law and Policy.

Ms. Clisura also gained experience in law school as an intern to the Honorable David G. Trager of the U.S. District Court for the Eastern District of New York and as a summer law intern with the U.S. Department of Justice, Antitrust Division, and a New York Legal Services office engaged in foreclosure defense.

Education

- Brooklyn Law School, J.D., *magna cum laude* (2011)
- New York University, B.A., *magna cum laude* (2005)

Admissions

- New Jersey (2011)
- New York (2012)
- United States District Court for the District of New Jersey (2012)
- United States District Court for the Eastern District of New York (2012)
- United States District Court for the Southern District of New York (2012)

EXHIBIT 4

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

IN RE COVIDIEN PLC SECURITIES
LITIGATION

CASE NO. 1:14-CV-12949-LTS

**DECLARATION OF STEPHEN J. ODDO IN SUPPORT OF AWARD OF ATTORNEYS
FEES AND REIMBURSEMENT OF EXPENSES FILED ON BEHALF OF
ROBBINS ARROYO LLP**

I, Stephen J. Oddo, declare as follows:

1. I am a partner at the law firm of Robbins Arroyo LLP. I submit this declaration in support of Lead Plaintiff's application for an award of attorneys' fees and request for reimbursement of expenses in connection with the services rendered in this action, on behalf of all Plaintiffs' counsel who contributed to the prosecution of the claims in the above-captioned action (the "Litigation") from inception through August 31, 2015 (the "Time Period").

2. My firm served as counsel for Plaintiff Joseph Lipovich in the Litigation. During this time, my firm led the prosecution of this action, including the development of litigation strategies; substantial factual and legal investigation and research; consultation with experts; conducting expedited discovery; extensive settlement negotiations; briefing in connection with preliminary and final approval of the Proposed Settlement; and general supervision of the litigation and settlement process.

3. The schedule attached hereto as Exhibit A is a summary indicating the amount of time spent by each attorney and professional support staff of my firm who was involved in the prosecution of the Litigation, and the lodestar calculation based on my firm's current billing rates. For personnel who are no longer employed by my firm, the lodestar calculation is based upon the billing rates for such personnel in his or her final year of employment by

my firm. The schedule was prepared from contemporaneous daily time records regularly prepared and maintained by my firm, which are available at the Court's request. Time expended in preparing this application for fees and payments of expenses has not been included in this request.

4. The hourly rates for the attorneys and professional support staff in my firm included in Exhibit A are the same as the regular rates which have been submitted in lodestar cross-checks in fee applications approved in other securities and shareholder litigations.

5. The total number of hours expended on this litigation by my firm during the time period is 260.75 hours. The total lodestar for my firm for those hours is \$56,800.00 for attorneys' time and \$25,683.75 for professional support staff time. Total lodestar during the Time Period is \$82,483.75.

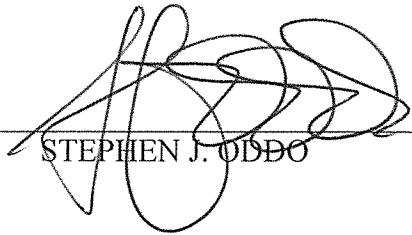
6. My firm's lodestar figures are based upon the firm's billing rates, which rates do not include charges for expenses items. Expense items are billed separate and such charges are not duplicated in my firm's billing rates.

7. As detailed in Exhibit B, my firm has incurred a total of \$14,504.31 in expenses in connection with the prosecution of the Litigation during the Time Period.

8. The expenses incurred in the Litigation are reflected on the books and records of my firm. These books and records are prepared from expense vouchers, check records and other source material and are accurate record of the expenses incurred.

9. With respect to the standing of my firm, attached hereto as Exhibit C my firm's résumé.

10. I declare under penalty of perjury that the foregoing is true and correct. Executed
this 28th day of August, at San Diego, California.



STEPHEN J. ODDO

EXHIBIT A*In re Covidien Plc Securities Litigation*, Case No. 1:14-CV-12949-LTS**LODESTAR REPORT****FIRM: Robbins Arroyo LLP****REPORTING PERIOD: Inception through August 31, 2015**

PROFESSIONAL	STATUS	HOURS	HOURLY RATE	LODESTAR
Brian Robbins	(P)	0.50	\$750	\$375.00
Stephen J. Oddo	(P)	30.25	\$750	\$22,687.50
Nichole Browning	(OC)	10.00	\$575	\$5,750.00
Gregory Del Gaizo	(A)	5.25	\$475	\$2,493.75
Darnell R. Donahue	(A)	3.75	\$375	\$1,406.25
Leonid Kandinov	(A)	43.25	\$300	\$12,975.00
Edward B. Gerard	(A)	8.00	\$475	\$3,800.00
Justin D. Rieger	(A)	16.25	\$450	\$7,312.50
Anna Marie Miller	(PL)	12.75	\$240	\$3,060.00
Jorgeanne A. Cabuhat	(PL)	31.25	\$190	\$5,937.50
Katherine Scheele	(PL)	1.25	\$240	\$300.00
Corporate Research		83.00	\$173.48	\$14,398.75
Litigation Support		12.25	\$131.63	\$1,612.50
Client Relations		3.00	\$125.00	\$375.00
TOTAL		260.75		\$82,483.75

Partner (P)
 Senior Counsel (SC)
 Of Counsel (OC)
 Associate (A)
 Paralegal (PL)

EXHIBIT B

In re Covidien Plc Securities Litigation, Case No. 1:14-CV-12949-LTS

EXPENSE REPORT

FIRM: Robbins Arroyo LLP

REPORTING PERIOD: Inception through August 31, 2015

EXPENSE	TOTAL AMOUNT
Travel & Meals	\$144.15
Photocopies	\$774.50
Communications & Messaging	\$77.31
Research & Investigation	\$363.45
Discovery Costs	\$1,095.38
Filing/Service/Other Fees	\$146.52
Expert Consulting Fees	\$11,903.00
TOTAL	\$14,504.31

EXHIBIT C

In re Covidien Plc Securities Litigation, Case No. 1:14-CV-12949-LTS

Robbins Arroyo LLP Firm Resume



600 B Street, Suite 1900
 San Diego, CA 92101
 619.525.3990 phone
 619.525.3991 fax
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FIRM RESUME

Robbins Arroyo LLP¹ is a nationally recognized shareholder rights firm dedicated to the prosecution of shareholder derivative and class action lawsuits. We are committed to the principle that the directors and managers of publicly traded corporations must be held accountable to the owners of the enterprise – the shareholders. A leader in corporate governance reform, Robbins Arroyo LLP has worked with individual and institutional shareholders to improve board oversight, legal compliance, transparency, and responsiveness at more than 120 Fortune 1000 companies. The firm has also helped secure several of the largest monetary recoveries in the history of shareholder derivative litigation, and has helped clients to realize more than \$1 billion of value for themselves and the companies in which they have invested. The firm was recognized for its work on behalf of shareholder clients by the *National Law Journal*, which included the firm on its 2012 Litigation Boutiques Hot List, by the Legal 500, which named the firm a Leading Firm in Merger and Acquisition Litigation in 2013 and 2014, and by ISS's Securities Class Action Services, which has listed the firm among the nation's top shareholder plaintiffs' firms. Twelve of the firm's attorneys were honored to Super Lawyer 2015 lists, including six attorneys named Super Lawyers and six attorneys named Rising Stars. In addition, Robbins Arroyo LLP's co-founder, Brian J. Robbins, was recognized by San Diego Business Journal as Best of the Bar in 2014 and 2015 and as among the Top 50 lawyers in San Diego by Super Lawyers in 2014.

PRACTICE AREAS

In addition to representing individual and institutional shareholders in shareholder derivative actions, securities fraud class actions, and securities class actions arising out of mergers and acquisitions, initial public offerings, and going private transactions, Robbins Arroyo LLP's practice includes antitrust actions, Employee Retirement Income Security Act (ERISA) actions, whistleblower actions under the Dodd-Frank Wall Street Reform and Consumer Protection Act and the False Claims Act, consumer class actions, and employment-related class and collective actions.

LEADERSHIP

Robbins Arroyo LLP's experienced attorneys provide skilled representation to clients through all phases of complex litigation. The firm's partners include former federal prosecutors, defense counsel from top corporate law firms, in-house counsel from leading financial institutions, and career shareholder rights litigators. Collectively, they have litigated hundreds of cases in nearly every state, serving in numerous court-appointed leadership roles in complex multi-jurisdictional litigation. They currently serve as lead or co-lead counsel in dozens of cases nationwide. The firm's attorneys are supported by investigators, corporate research analysts, client relations specialists, and legal support professionals, each of whom is dedicated to providing exceptional client service. Our talented team has helped secure significant results for our clients. We feature below some of the firm's achievements across the nation.

- **Lieb v. Unocal Corp.**, No. BC331316 (Cal. Super. Ct.-L.A. Cnty. Dec. 20, 2005): Robbins Arroyo LLP represented as co-lead counsel the public shareholders of Unocal Corporation in this securities class action against Unocal and several of its insiders, officers, and directors for self-dealing and breach of fiduciary duty in connection with the proposed sale of Unocal to Chevron Corporation. Plaintiffs alleged that Unocal's management failed to obtain the highest share price reasonably available by tailoring the proposed acquisition terms to meet the specific needs of acquirer Chevron, and by discouraging alternative bids. After obtaining broad expedited discovery, the firm was credited for helping Unocal shareholders to realize \$500 million in additional consideration as a result of Chevron's increased bid of \$17.4 billion. The firm also secured supplemental proxy statement disclosures before Unocal shareholders voted on whether to accept Chevron's bid over a nominally higher bid by the Chinese National Offshore Oil Corporation.

¹ "Robbins Arroyo LLP" and "the firm" herein collectively refer to the firm's previous names of Robbins Umeda LLP and Robbins Umeda & Fink, LLP.



- **Kloss v. Kerker**, No. 50-2010-CA-018594-XXXX-MB (Fla. Cir. Ct.-Palm Beach Cnty. May 27, 2011): Robbins Arroyo LLP worked with the parties to derivative litigation filed on behalf of the Internet's leading vitamin and supplement retailer, Vitacost.com, Inc., to save the \$158 million market cap company from bankruptcy and to preserve the equity interests of its shareholders. Robbins Arroyo LLP was instrumental in achieving a settlement that enabled the company to bring its financial statements and SEC filings current; allowed Vitacost to hold a long overdue shareholder meeting to address fundamental defects in the corporation's formation, board composition, and past stock issuances; and helped the company to persuade NASDAQ to lift its trading moratorium and provide the company and its shareholders access to the capital markets. The firm worked with the company's new board of directors to implement a series of corporate governance best practices, including a robust insider trading policy. Vitacost has hired Robbins Arroyo LLP to evaluate and potentially to prosecute the company's claims against other parties relating to the defects in its formation, stock issuances, and other pre-IPO issues.
- **In re Am. Int'l Group, Inc. Derivative Litig.**, No. 04 Civ. 8406 (DLC) (S.D.N.Y. Mar. 14, 2011): The firm was appointed lead counsel in the consolidated federal action alleging breach of fiduciary duty claims in connection with a bid-rigging scheme with Marsh & McLennan Companies, Inc., sham reinsurance transactions with General Re Corporation, and other activities intended to falsify American International Group, Inc.'s ("AIG") financial results. As part of a global settlement of the derivative claims on AIG's behalf, Robbins Arroyo LLP helped secure a \$90 million payment to AIG, one of the largest monetary recoveries in the history of shareholder derivative actions.
- **Staeher v. Walter**, No. 02-CVG-11-0639 (Ohio Ct. C.P.-Del. Cnty. Dec. 17, 2007) (hereinafter *Cardinal Health*): Robbins Arroyo LLP led the charge in derivative litigation on behalf of the plaintiff who brought claims against certain Cardinal officers and directors arising out of Cardinal's proposed stock-for-stock acquisition of Syncor International Corp. The action forced Cardinal to reduce the previously negotiated acquisition price for Syncor, saving the company millions of dollars. During the course of its work on the Syncor transaction, Robbins Arroyo LLP and other firms discovered that Cardinal insiders had engaged in a massive revenue inflation scheme to fraudulently overstate the company's financial performance. Robbins Arroyo LLP filed an amended complaint against several of Cardinal's officers and directors, defeated multiple motions to dismiss, and pursued and reviewed millions of pages of documents in discovery. The firm ultimately negotiated and resolved the matter by obtaining \$70 million for the company, among the largest monetary recoveries ever in a shareholder derivative action. The settlement also required Cardinal's board of directors to implement significant corporate governance and internal accounting controls designed to improve the board's oversight of Cardinal's senior management and to prevent recurrence of the alleged accounting manipulations.
- **Overby v. Tyco Int'l Ltd.**, No. 02-CV-1357-B (D.N.H. Nov. 23, 2009): Robbins Arroyo LLP represented a class of employees of Tyco International Ltd., the largest electronics security provider in the world, when employees brought claims against the company for violations of the Employee Retirement Income Security Act (ERISA). Robbins Arroyo LLP helped to achieve a \$70 million settlement for the beneficiaries of Tyco's defined contribution retirement plan.
- **In re Titan, Inc. Sec. Litig.**, No. 04-CV-0676-LAB (NLS) (S.D. Cal. Dec. 20, 2005): The firm served as co-lead counsel in this securities fraud class action against The Titan Corporation and certain of its officers and directors for violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 and breach of fiduciary duty. Robbins Arroyo LLP's efforts resulted in a recovery of \$61.5 million for Titan's shareholders.
- **Pirelli Armstrong Tire Corp. Ret. Med. Benefits Trust v. Hanover Compressor Co.**, No. H-02-0410 (S.D. Tex. Feb. 6, 2004): Shareholders of Hanover Compressor Company, a provider of natural gas compression services operating in the United States and select international markets now known as Exterran Holdings Inc., brought claims on behalf of the company against company officers and directors for breach of fiduciary duty, waste of corporate assets, abuse of control, and gross



mismanagement. The claims arose out of an off-balance-sheet joint venture to build and operate a natural gas processing plant on barges off the coast of Nigeria. Robbins Arroyo LLP attorneys, serving as lead negotiators for derivative plaintiffs, secured extraordinary results for Hanover. First, Robbins Arroyo LLP achieved for the company approximately \$57.4 million in compensation – consisting of a \$26.5 million payment and the return of 2.5 million shares valued at approximately \$30.9 million by an entity controlled by certain of the individual defendants. Second, Robbins Arroyo LLP helped secure corporate governance changes at the company that have been noted as "groundbreaking" and "unprecedented" benefits for Hanover, including the appointment of two shareholder-nominated directors and becoming one of the first companies in the United States to commit to implementing a five-year rotation rule for its outside audit firms.

- ***In re Tenet Healthcare Corp. Derivative Litig.***, No. 01098905 (Cal. Super Ct.-Santa Barbara Cnty. May 5, 2006), *aff'd*, No. B192252 (Cal. App. Sept. 20, 2007): The firm served as co-lead counsel for the plaintiffs, who alleged that Tenet Healthcare Corp.'s top executives breached their fiduciary duties to the company by failing to monitor, investigate, and oversee Tenet's patient procedures, Medicare billing, and accounting practices. After prosecuting the case for over three years, Robbins Arroyo LLP's attorneys negotiated a comprehensive settlement, which included \$51.5 million in cash contributions to Tenet and sweeping corporate governance reforms and other remedial measures designed to ensure the independence and accountability of the company's board of directors. The new governance regime included separation of the positions of chief executive officer and chairman of the board of directors, strict internal financial controls, enhanced guidelines for stock ownership and stock retention, and a comprehensive insider trading policy. The settlement was upheld on appeal.
- ***In re KB Home S'holder Derivative Litig.***, No. 2:06-CV-05148-FMC (CTx) (C.D. Cal. Feb. 9, 2009): Robbins Arroyo LLP served as co-lead counsel for the plaintiffs, who alleged that insiders of KB Home, Inc., a prominent builder of single family homes in the United States and France, manipulated their stock option grant dates to misappropriate millions of dollars in illicit compensation. Robbins Arroyo LLP's efforts helped return nearly \$50 million in value to the company, including a cash payment of over \$31 million. In addition, the firm helped to cause KB Home to secure corporate governance enhancements and to implement remedial measures, including separation of the chairman of the board and chief executive officer positions; declassification of the board of directors; majority voting for elections to the board; adoption of formal written procedures for the grant of stock options; and limits on future executive severance payments, among others.
- ***In re Qwest Sav. & Inv. Plan ERISA Litig.***, No. 02-cv-00464 (D. Colo. Jan. 29, 2007): Robbins Arroyo LLP served on plaintiffs' executive committee in a class action brought as a civil enforcement suit for violations of the Employee Retirement Income Security Act (ERISA). The employees alleged that Qwest's management repeatedly misrepresented the financial status of Qwest to its employees to encourage employees to make discretionary investments in the Qwest common stock. When the truth about Qwest's financial condition and egregious accounting manipulations was revealed, the price of Qwest common stock plummeted, but employees were restricted from selling their retirement fund shares under the terms of the Qwest Savings & Investment Plan. By the time the restriction was lifted, Qwest stock was trading at an all-time low, devastating the employees' retirement funds. After years of contentious litigation, Robbins Arroyo LLP helped achieve a \$37.5 million settlement for the benefit of the employees who had invested in the retirement plan.
- ***In re Nicor, Inc. S'holder Derivative Litig.***, No. 02 CH 15499 (Ill. Cir. Ct.-Cook Cnty. Mar. 29, 2005): The firm served as co-lead counsel for plaintiffs who brought claims for breach of fiduciary duty and unjust enrichment against several officers and directors of Nicor, Inc., one of the largest natural gas distributors in the United States. Plaintiffs alleged that Nicor's management made material misrepresentations to and omitted material information from the Illinois Commerce Commission and the company's shareholders and customers, and unlawfully manipulated the company's operating results. Robbins Arroyo LLP attorneys negotiated and secured personnel changes among Nicor's executive officers and board members, as well as \$33 million for Nicor.



- ***In re OM Group, Inc. Derivative Litig.***, No. 1:03-CV-0020 (N.D. Ohio Nov. 10, 2005): The firm served as lead counsel to plaintiffs in this derivative action arising out of a massive accounting fraud at this global solutions provider and specialty chemical manufacturer. During the litigation, our attorneys opposed and defeated defendants' motions to dismiss, reviewed thousands of documents produced during discovery, conducted expert discovery, and took over forty depositions of witnesses and defendants throughout the United States and Europe. Robbins Arroyo LLP obtained on behalf of our client and the company a settlement that included a \$29 million payment to the company, the termination of the company's chief executive officer, the addition of two shareholder-nominated directors, and the implementation of various other beneficial corporate governance procedures at the company.
- ***In re Juniper Networks, Inc. Derivative Litig.***, No. 1:06-CV-064294 (Cal. Super. Ct.-Santa Clara Cnty. Dec. 4, 2008): Robbins Arroyo LLP served as co-lead counsel in this state shareholder derivative suit against several officers and directors of Juniper Networks, Inc., a global networking and communications technology company, for breach of fiduciary duty, abuse of control, gross mismanagement, waste of corporate assets, unjust enrichment, insider selling, accounting, and rescission in connection with a stock option backdating scheme. After extensively prosecuting the case, the firm helped secure substantive corporate governance reforms and the forfeiture of more than \$22 million in stock options to the company from four executives and directors of the board.
- ***Cook v. McCullough***, No. 1:11-cv-09119 (N.D. Ill. Jan. 28, 2014): Robbins Arroyo LLP served as co-lead counsel in shareholder derivative litigation arising out of Career Education Corp.'s alleged publication of false statements regarding job placement and student loan repayment rates, and failure to ensure compliance with Title IV regulations. The firm played a leading role in negotiating the global resolution of a series of actions brought against and on behalf of the company, and helped secure a \$20 million recovery and comprehensive board and management-level corporate governance and oversight reforms for Career Education, including enhanced compliance and whistleblower policies, new director independence standards, improved executive compensation claw-back provisions, a comprehensive director education and employee training program, and an improved regulatory risk management and disclosure regime.
- ***Martinez v. Toll (Toll Bros., Inc.)***, No. 2:09-cv-00937-CDJ (E.D. Pa. Mar. 27, 2013); ***Pfeiffer v. Toll***, No. 4140-VCL (Del. Ch. Mar. 15, 2013): Robbins Arroyo LLP represented shareholders in the Toll Brothers, Inc. shareholder derivative litigation in which plaintiffs alleged that certain company officers and directors, including the co-founders, traded on inside information and grossly mislead investors about company earnings projections during a housing market downturn. After four years of contentious litigation, the firm helped secure one of the largest *Brophy (Brophy v. Cities Serv. Co., 70 A.2d 5 (Del. Ch. 1949))* settlements ever, a \$16.25 million cash payment to the luxury homebuilding company. The settlement included a \$6.45 million payment from the executive directors, an unprecedented result in shareholder litigation of this type.
- ***In re PETCO Animal Supplies, Inc. S'holder Litig.***, No. GIC 869399 (Cal. Super. Ct.-San Diego Cnty. Mar. 26, 2010): Robbins Arroyo LLP served as co-lead counsel to the public shareholders of PETCO Animal Supplies, Inc., in a class action against several of the company's insiders, directors and affiliates for self-dealing and breach of fiduciary duty. The class action sought to enjoin PETCO's insiders, directors, and affiliates from consummating any sale of PETCO unless and until the company implemented a procedure to ensure that PETCO's shareholders received the highest possible price for the sale. Over the course of three years of litigation, our attorneys engaged in extensive motion practice and document, expert, and witness discovery. Shortly before the case went to trial, Robbins Arroyo LLP assisted in achieving a settlement of the class action, which secured a \$16 million settlement fund for the class of shareholders.
- ***In re Wireless Facilities, Inc. Derivative Litig.***, No. 04-CV-1663-JAH-(NLS) (S.D. Cal. Mar. 30, 2010): The firm served as co-lead counsel in the derivative action on behalf of an independent



provider of security systems engineering for the wireless communications industry and, after more than five years of hard fought litigation, achieved a comprehensive settlement that required certain officers to forfeit significant amounts of stock and/or stock options back to the company, restricted voting rights for certain former officers and directors, secured monetary reimbursement to the company, and implemented a number of important changes to the company's corporate governance, such as the addition of two independent directors to the board and an annual review of the chairman's performance.

Robbins Arroyo LLP's achievements in the courtroom have been recognized by a number of respected jurists. We feature a selection of commendations below.

- *"The quality of representation by the Derivative Plaintiffs' Counsel was witnessed first hand by this Court through their articulate, high quality, and successful pleadings. Moreover, as shown by their excellent efforts in this case, Derivative Plaintiffs' Counsel are dedicated to vindicating the rights of shareholders"*

Honorable Ed Kinkeade, Judge of the U.S. District Court for the Northern District of Texas, *In re Heelys, Inc. Derivative Litig.*, No. 3:07-CV-1682-K

- *"I think you've actually set the bar kind of high for future settlements. This looks like an excellent result for the various class members in both the derivative action and the other action.... And it's to the credit of the lawyers that they were able to achieve this result before a lot of discovery and a lot of expenses were undertaken And so, I would be quite delighted and satisfied to make the necessary findings that this is an excellent settlement for plaintiffs."*

Honorable Robert S. Lasnik, Judge of the U.S. District Court for the Western District of Washington, *In re Cutter & Buck Sec. Litig.*, No. C02-1948L

- Robbins Arroyo LLP's lawyers proved *"competent, experienced, [and] trustworthy."*

Honorable Larry A. Burns, Judge of the U.S. District Court for the Southern District of California, *In re Sequenom, Inc. Derivative Litig.*, No. 09CV1341-LAB (WMC)

- *"Class counsel is highly experienced in bringing both class actions and derivative claims" and have "a nationwide reputation for handling shareholder derivative litigation, various class actions, and complex litigation.... Throughout the litigation, [class counsel] has shown themselves to be capable and qualified to represent the class."*

Honorable Darla Williamson, Judge of the Fourth Judicial District of the State of Idaho, County of Ada, *Carmona v. Bryant*, CV-OC-0601251

- *"The court also notes that the settlement appears to place the shareholders in a much better position than that which existed prior to the beginning of this litigation."*

Honorable John A. Houston, Judge of the U.S. District Court for the Southern District of California, *In re Wireless Facilities Inc., Derivative Litig.*, No. 04-CV-1663 JAH (NLS)

- *"I have high regard for ... your firm."*

Honorable James P. Kleinberg, Judge of the Superior Court of California, County of Santa Clara, *In re Altera Corp. Derivative Litig.*, No. 1-06-CV-063537

- *"[W]e had ... competent counsel who were able to reach a very handsome settlement for the shareholders who were working here on behalf of the shareholders interests."*



Honorable Denise de Bellefeuille, Judge of the Superior Court of California, County of Santa Barbara, *In re Tenet Healthcare Corp. Derivative Litig.*, No. 01098905

- *"Thank you very much for the good work that you all did. And I think that your stockholders will appreciate it, too."*

Honorable Sophia H. Hall, Judge of the Circuit Court of Cook County, Illinois, *In re Nicor, Inc. S'holder Derivative Litig.*, No. 02CH 15499

- *"Thank you for your good work on behalf of your clients. I appreciate it."*

Honorable Thomas Barkdull, Circuit Judge of the Fifteenth Judicial Circuit in and for Palm Beach County, Florida, *Kloss v. Kerker*, No. 50-2010-CA-018594-XXXX-MB

- *"I want to tell you what a pleasure it is dealing with talented counsel.... Thank you very much."*

Honorable John G. Evans, Judge of the Superior Court for the State of California, Riverside County, *Hess v. Heckmann*, No. INC10010407

PARTNERS

George C. Aguilar

Partner

Mr. Aguilar is a former federal prosecutor and trial lawyer who has tried more than forty federal criminal trials to verdict. He focuses his practice on complex litigation, including shareholder derivative, antitrust, and securities class actions.

Mr. Aguilar has successfully litigated numerous shareholder actions against fraudulent management and company insiders, and has secured meaningful corporate governance reforms at companies across the U.S. For example, in *Warner v. Lesar*, No. 2011-09567 (Tex. Dist. Ct.-Harris Cnty. Oct. 1, 2012), Mr. Aguilar led the firm in litigation on behalf of Halliburton Company arising from defendants' mismanagement of risk, controls, and operations that led to the worst oil spill in U.S. history at the Deepwater Horizon offshore drilling rig in the Gulf of Mexico. Navigating the case through the company's internal investigation, and difficult and complex settlement discussions and mediation sessions, Mr. Aguilar secured comprehensive health, safety, and environmental governance reforms. In shareholder derivative litigation on behalf of Maxwell Technologies, Inc., *Loizides v. Schramm*, No. 37-2010-00097953-CU-BT-CTL (Cal. Super. Ct.-San Diego Cnty. Apr. 12, 2012), Mr. Aguilar helped secure a settlement in which the company adopted corporate governance and compliance measures addressing its violations of the Foreign Corrupt Practices Act (FCPA) after being investigated by federal agencies for bribery and subcontracting kickbacks. Of particular note is the creation of a new FCPA and Anti-Corruption Compliance department led by a Chief Compliance Officer to provide for greater effectiveness of Maxwell's board of directors in responding to FCPA compliance issues worldwide. In shareholder litigation involving Brocade Communications Systems, *In re Brocade Communications Systems, Inc., Derivative Litigation*, No. 1:05CV041683 (Cal. Super. Ct.-Santa Clara Cnty. Jan. 28, 2010), the firm prosecuted the shareholder action involving a criminal options backdating scheme at Brocade until the company formed a Special Litigation Committee to consider the plaintiffs' claims. A key player in the prosecution of the action, Mr. Aguilar successfully presented facts and law to the Special Litigation Committee on behalf of the firm's shareholder clients. Brocade ultimately retained the firm as co-counsel to prosecute its claims against Brocade's officers and directors.

Mr. Aguilar currently leads the firm's efforts as part of a consortium of plaintiff firms in an ongoing antitrust class action suit, *Dahl v. Bain Capital Partners*, No. 1:07-cv-12388(WGY) (D. Mass. filed Dec. 28, 2007), against several private equity firms. The case involves allegations of conspiracy among defendants to rig bids, restrict the supply of private equity financing, fix transaction prices, and divide up the market for private equity



services for leveraged buyouts.

Before joining Robbins Arroyo LLP, Mr. Aguilar spent seventeen years as a federal prosecutor with the U.S. Attorney's Office in San Diego. During his tenure, Mr. Aguilar served as chief for the Terrorism, Violent Crimes, and General Prosecutions Section; deputy chief for the General Crimes Section; trial lawyer for the Financial Institution Fraud Task Force and the Major Frauds Sections; and as a supervising ethics officer. He led grand jury investigations and indicted and tried complex white collar criminal cases involving corporate, securities, bank, investor, tax, foreign currency and bankruptcy fraud, bank bribery, and money laundering, among others. He authored thirty-five appellate briefs, and argued more than a dozen cases on appeal before the U.S. Court of Appeals for the Ninth Circuit. For his work, Mr. Aguilar received several awards of recognition from the U.S. Department of Justice and federal agencies, including the prestigious Director's Award of the Executive Office for U.S. Attorneys. Prior to joining the U.S. Attorney's Office, Mr. Aguilar worked on complex securities defense litigation at Morrison & Foerster LLP's San Francisco office.

Mr. Aguilar is a recognized leader in the legal and civic communities. He writes and speaks on topics related to shareholder litigation and corporate governance. He has served in top leadership positions with legal and public entities, including San Diego La Raza Lawyers, California La Raza Lawyers, the State Bar of California, and the City of San Diego. Mr. Aguilar received the San Diego Mediation Center's Peacemaker Award for his community service work, was the recipient of the 2014 Attorney of the Year Award from San Diego La Raza Lawyers Association, and was recognized by his peers as a Super Lawyer in 2012 to 2015.

Mr. Aguilar received his law degree in 1986 from the University of California, Berkeley School of Law. While in law school, he served on the Moot Court Board and was managing editor of the *La Raza Law Journal*. Mr. Aguilar graduated from the University of Southern California in 1983 with a Bachelor of Arts in both Political Science and Journalism. He is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California, the Eastern District of Wisconsin, and the District of Colorado, as well as the U.S. Courts of Appeals for the Second, Ninth, and Tenth Circuits.

Felipe J. Arroyo
Partner

Mr. Arroyo has over twenty years of litigation experience and concentrates his practice on complex shareholder litigation. He has helped secure results for shareholders and companies in high-profile shareholder derivative suits and securities class actions, and has represented shareholders in a variety of industries including insurance, finance, banking, technology, and pharmaceuticals. He has successfully litigated derivative cases against top executives of publicly traded companies who participated in a range of misconduct, including stock option backdating, the global subprime meltdown, misappropriation, insider trading, and various types of false or misleading statements. He has also litigated cases stemming from mergers and acquisitions in a variety of industries.

Litigation teams led by Mr. Arroyo have recovered hundreds of millions of dollars for companies and shareholders. For example, Mr. Arroyo played an instrumental role in recovering \$70 million for shareholders in *Cardinal Health*, one of the largest shareholder derivative monetary recoveries in history. In *KB Home*, Mr. Arroyo helped obtain a \$30 million cash benefit for KB Home shareholders, as well as the implementation of preventative corporate governance measures. In *Toll*, Mr. Arroyo served as co-lead counsel in shareholder derivative litigation against the directors of luxury home builder Toll Brothers, Inc. The case arose out of misrepresentations about company earnings projections and insider trading by the company's officers and directors. After four years of contentious litigation and myriad discovery, Mr. Arroyo helped secure one of the largest *Brophy* settlements ever, a \$16.25 million cash payment for the company, including a \$6.45 million payment from the executive directors.

Prior to joining Robbins Arroyo LLP, Mr. Arroyo practiced complex commercial litigation for over a decade at a prominent Los Angeles-based law firm. There he represented a diverse client base of Fortune 500 companies.



An experienced trial lawyer, Mr. Arroyo also directed a public/private partnership called the Trial Advocacy Prosecution Program (TAPP), during which he supervised, trained, and advised attorneys on trial strategy and practice while they litigated misdemeanor jury trials on a *pro bono* basis for a municipal client. Mr. Arroyo also served as general counsel to a fitness company for two years where he successfully prosecuted a global patent infringement litigation campaign, and he practiced complex commercial litigation, including litigating securities fraud cases, while with a prominent New York-based law firm.

Mr. Arroyo is Co-Chair of the Class Actions & Derivatives Suits Subcommittee for the American Bar Association's Section of Litigation and previously served as a member of the Board of Governors at the Association of Business Trial Lawyers in San Diego (2012-2014). He frequently speaks on shareholder litigation and corporate governance topics to investor and legal communities. Mr. Arroyo was named a Super Lawyer in 2015.

Mr. Arroyo earned his Juris Doctor from Yale Law School in 1992. While at Yale, he served as a senior editor of the *Yale Law Journal* and as a director of the Yale Moot Court of Appeals. In 1989, he earned his Bachelor's in Economics from the University of California, Los Angeles, where he served as a member of the A.S.U.C.L.A. Finance Committee. Mr. Arroyo is licensed to practice law in the State of California and the District of Columbia, and has been admitted to the U.S. District Courts for the Northern and Central Districts of California and the District of Colorado, as well as the U.S. District Courts of Appeals for the Second and Ninth Circuits.

Stephen J. Oddo
Partner

Mr. Oddo has devoted his practice to representing individual and institutional shareholders in corporate merger and acquisition class actions for more than a decade. In so doing, he has secured tens of millions of dollars of additional consideration for shareholders whose investments have been adversely impacted by corporate transactions. Mr. Oddo has also achieved disclosure of material information to shareholders so they are informed on the transaction at the time of the vote. His litigation efforts have helped preserve the integrity of the merger process in companies across the country and helped maximize the value to shareholders. For example, in *PETCO*, Mr. Oddo helped secure a \$16 million settlement fund to be distributed to the class of shareholders. At his former firm, Mr. Oddo represented shareholders of eMachines, Inc., in *In re eMachines, Inc. Merger Litigation*, No. 01-CC-00156 (Cal. Super. Ct.-Orange Cnty. July 25, 2007), in a challenge to the efforts of the company's founder to take the company private. Mr. Oddo's litigation efforts helped secure a \$24 million common fund for shareholders. In the merger and acquisition-related securities class action *In re Electronic Data Systems Class Action Litigation*, Master File No. 366-01078-2008 (Tex. Dist. Ct.-Collin Cnty. Dec. 23, 2008), Mr. Oddo served as lead counsel and challenged the acquisition of Electronic Data Systems Corporation by Hewlett-Packard Company. Mr. Oddo negotiated a pre-closing settlement that secured for Electronic Data Systems shareholders a \$25 million dividend and the disclosure of previously omitted material information concerning the transaction that allowed for an informed shareholder vote.

Prior to joining Robbins Arroyo LLP, Mr. Oddo was a partner at the firm now known as Robbins Geller Rudman & Dowd LLP, where Mr. Oddo was part of a team at the forefront of litigating shareholder claims challenging unfair business combinations. Before entering the legal profession, Mr. Oddo served as Press Secretary to U.S. Representative Robert T. Matsui (D-Cal).

Mr. Oddo received his Juris Doctor in 1994 from the University of San Diego School of Law. During law school, he interned for the Honorable Eugene Lynch, U.S. District Judge in the Northern District of California. Mr. Oddo earned his Master of Science in Journalism from Northwestern University, Medill School of Journalism in 1987, and his Bachelor of Arts from Santa Clara University in 1986. Mr. Oddo is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California, the District of Colorado, the Northern District of Illinois, the Southern District of Texas, the Eastern District of Michigan, and the Eastern District of Wisconsin.



Brian J. Robbins
Partner

Mr. Robbins is a co-founder and the managing partner of Robbins Arroyo LLP and oversees the management of the firm and its practice areas. He has committed his entire career to representing shareholders, employees, consumers, and businesses in complex litigation matters. Focusing on shareholder rights litigation, Mr. Robbins has served as lead or co-lead counsel in many complex, multi-party actions across the country on behalf of U.S. and international clients. He has secured hundreds of millions of dollars in monetary recoveries and comprehensive corporate governance enhancements for shareholders and the public corporations in which they have invested, such as *Titan* (\$61.5 million recovery, one of the largest securities fraud class action recoveries in San Diego's history), *Tenet* (\$51.5 million for Tenet and sweeping corporate governance enhancements and remedial measures), *OM Group* (\$29 million for OM Group, the removal of the company's long term chief executive officer, the addition of two shareholder-nominated directors, and other corporate governance reforms), and *Wireless* (required certain officers to forfeit stock and/or stock options back to the company, restricted voting rights for certain former officers and directors, secured monetary reimbursement to the company, and implemented corporate governance reforms such as the addition of two independent directors to the board and an annual review of the chairman's performance). Mr. Robbins was also instrumental in achieving an extraordinary settlement on behalf of his shareholder client in *Kloss v. Kerker*, which virtually saved vitamin and supplement retailer Vitacost.com, Inc. from bankruptcy and helped to preserve the equity interests of its shareholders.

Mr. Robbins is recognized nationally as a leader in the plaintiffs' bar. He has authored articles in several national publications and speaks to audiences as an authority on securities litigation, corporate governance, and shareholder rights topics. He has been recognized by his peers for his professional achievement and leadership, including being named a Super Lawyer for the past nine years (2007 – 2015), a top 50 lawyer in San Diego by Super Lawyers in 2014, and Best of the Bar by San Diego Business Journal in 2014 and 2015.

Mr. Robbins earned his Master of Laws (LL.M.) in Securities and Financial Regulation from the Georgetown University Law Center in 1998 and received his Juris Doctor from Vanderbilt Law School in 1997. While at Vanderbilt, Mr. Robbins served as research assistant for two corporate and securities law professors: Professor Donald C. Langevoort, former Special Counsel for the U.S. Securities and Exchange Commission in the Office of the General Counsel, and the late Professor Larry D. Soderquist, one of the most respected professors in the field of corporate and securities law. He earned his Bachelor of Arts in Sociology from the University of California, Berkeley in 1993 after only two and a half years of study. Mr. Robbins is licensed to practice law in the State of California and the State of Connecticut, and has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California, the District of Colorado, the District of Connecticut, and the Western District of Texas, as well as the U.S. Courts of Appeals for the Second, Fifth, Sixth, Ninth, and Tenth Circuits.

Kevin A. Seely
Partner

Mr. Seely devotes his practice to representing whistleblowers, shareholders, and consumers in complex *qui tam*, derivative, and class actions throughout the U.S. A tenacious trial lawyer with more than twenty years of litigation experience in both the public and private sectors and in criminal and civil fraud prosecutions, Mr. Seely has successfully prosecuted top corporate executives, high-ranking government officials, and corporate entities for a variety of wrongdoing, including theft of government services, bribery, embezzlement and health care fraud.

Mr. Seely has achieved significant results for his clients including in *In re Alphatec Holdings, Inc., Derivative Shareholder Litigation*, No. 37-2010-00058586-CU-BT-NC (Cal. Super. Ct.—San Diego Cnty. Aug. 21, 2014), brought on behalf of Alphatec Holdings, Inc. to hold the company's fiduciaries responsible for their role in depleting shareholder equity through their self-serving actions. Mr. Seely's efforts resulted in the resignation of several defendant directors and senior executives, and Alphatec's implementation of reforms providing for



director independence, greater review and oversight of related party transaction, and enhanced audit committee responsibilities regarding disclosure of company financial information. In shareholder derivative litigation on behalf of Computer Sciences Corporation, *Bainto v. Laphen*, No. A-12-661695-B (Nev. Dist. Ct.-Clark Cnty. Nov. 6, 2013), arising out of senior management and board of directors' breaches of fiduciary duties, Mr. Seely obtained extensive governance enhancements, including personnel changes, implementation of a Global Ethics & Compliance Program, and finance and administration training to strengthen accounting procedures and processes. Mr. Seely's settlement in *In re SciClone Pharmaceuticals, Inc. Shareholder Derivative Litigation*, No. CIV 499030 (Cal. Super. Ct.-San Mateo Cnty. Dec. 13, 2011), was praised by the Honorable Marie S. Weaver as "the most detailed and extensive corporate governance changes I've seen in a derivative settlement," and established consequences to employees for violations of the Foreign Corrupt Practices Act ("FCPA") and other criminal misconduct, created the position of compliance coordinator and a compliance program and code, instituted a due diligence process pertaining to the hiring of all foreign agents and distributors and demanded employee compliance training, established policies for disclosure and clawback of incentive-based compensation for officers in the event of a material restatement of the company's financial statements, and modified the company's whistleblower programs. In *In re ArthroCare Corporation Derivative Litigation*, No. D-1-GN-08-003484 (W.D. Tex.); *Weil v. Baker*, No. 08-CA-00787-SS (W.D. Tex. Dec. 8, 2011), Mr. Seely obtained a substantial monetary recovery for ArthroCare Corporation, as well as the implementation of enhanced internal controls and reforms designed to curtail future corporate misconduct.

Prior to joining Robbins Arroyo LLP, Mr. Seely served as an Assistant U.S. Attorney ("AUSA") in the U.S. District Court for the Southern District of California where he prosecuted civil fraud claims under the federal False Claims Act. He also served as an AUSA for the Districts of Guam and Northern Mariana Islands, focusing on white collar crime and public corruption matters. In actions filed on behalf of various U.S. federal agencies, Mr. Seely led the investigation, litigation, and negotiation of numerous settlements resulting in the return of millions of dollars to the victims of complex financial, accounting, and contract fraud schemes. Before becoming a federal prosecutor, Mr. Seely was a partner at a prominent commercial litigation law firm with offices in Guam and the Commonwealth of the Northern Mariana Islands.

Mr. Seely has authored articles in leading legal publications on shareholder and consumer rights topics, and he was named a Super Lawyer in 2015.

Mr. Seely received his Juris Doctor in 1992 from the Northwestern School of Law of Lewis & Clark College. While in law school, he was an associate editor of the *Lewis & Clark Law Review*. Mr. Seely graduated *cum laude* from the University of California, Irvine in 1988. He is licensed to practice law in the State of California, the territory of Guam, and the Commonwealth of the Northern Mariana Islands (CMNI), and he has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California, the District of Colorado, the Northern District of Florida, the District of Guam, the Northern and Central Districts of Illinois, the District of the Northern Mariana Islands, and the Western District of Texas, as well as the U.S. District Court of Appeals for the Ninth Circuit.

Craig W. Smith
Partner

Mr. Smith represents shareholders in derivative and securities fraud class actions. His clients include shareholders invested in the banking and finance, biotechnology, defense, education, information technology, leisure, and pharmaceutical industries. Mr. Smith also serves as the firm's general counsel.

Mr. Smith has played a central role in a number of the firm's successes on behalf of shareholders and public corporations, including *Cook v. McCullough*, shareholder derivative litigation arising out of Career Education Corp.'s alleged publication of false statements regarding job placement and student loan repayment rates, and failure to ensure compliance with Title IV regulations. Serving as co-lead counsel, Mr. Smith played a leading role in negotiating the global resolution of a series of actions brought against and on behalf of the company, and helped secure a \$20 million recovery and comprehensive board and management-level corporate



governance and oversight reforms for Career Education. *In re Motorola, Inc. Derivative Litigation*, No. 07CH23297 (Ill. Cir. Ct.-Cook Cnty. Nov. 29, 2012), a shareholder derivative action arising from Motorola's publication of allegedly misleading statements regarding its next-generation cell phones and revenue projections. Mr. Smith led the firm's litigation team and was instrumental in drafting and negotiating comprehensive corporate governance reforms that overhauled the company's oversight of material financial disclosures and broader structural reforms designed to better align director and executive compensation with long-term shareholder interests. In *Monday v. Meyer*, No. 1:10-cv-01838-DCN (N.D. Ohio Aug. 17, 2012), Mr. Smith acted as lead counsel in shareholder derivative litigation arising out of KeyCorp's unlawful tax avoidance scheme, which exposed the bank to billions of dollars in back taxes and fines. While the case was on appeal, Mr. Smith negotiated corporate governance reforms that strengthened KeyCorp's internal controls and board oversight over financial transactions and legal/regulatory risk, enhanced the duties and responsibilities of various committees of the KeyCorp board, and improved board oversight of risk, capital planning, dividends, and stock repurchases. Mr. Smith led the team that helped secure far-reaching corporate governance and operational oversight reforms, including the creation of Chief of Compliance and Chief Medical Officer positions, board oversight of sales and promotional compliance, comprehensive management-level compliance policies and procedures governing sales and promotional activities, and a securities trading policy for insiders in *In re Forest Labs., Inc., Derivative Litigation*, No. 1:05-CV-03489 (RJH) (S.D.N.Y. Feb. 7, 2012), in which Forest Laboratories, Inc.'s officers and directors were alleged to have engaged in the off-label marketing of Celexa and Lexapro for the treatment of pediatric depression. Mr. Smith litigated *In re Brocade Communication Systems, Inc., Derivative Litigation*, No. 1:05-cv-041683 (Cal. Super. Ct.-Santa Clara Cnty. Jan. 28, 2010), a shareholder derivative action that sought compensation for Brocade Communications Systems, Inc., for damages incurred in a multi-year criminal stock option backdating scheme. Mr. Smith helped to persuade the company's special litigation committee to prosecute claims against former officers and directors of Brocade responsible for the scheme and to retain the firm as co-counsel. Brocade has recovered tens of millions of dollars and extinguished its obligation to fund the criminal defense of its former Chief Executive Officer.

Before joining Robbins Arroyo LLP, Mr. Smith served for four years as division and regional counsel for UBS Financial Services Inc., a global financial services company, where he advised management regarding litigation, regulatory, and employment matters arising out of the company's Northern Pacific region. Mr. Smith spent the first decade of his career at the international law firm O'Melveny & Myers LLP, where he defended a number of Fortune 500 companies and professional services firms in securities fraud class actions, shareholder derivative litigation, SEC investigations and enforcement actions, and professional malpractice and business tort matters. Mr. Smith also served for five years on O'Melveny & Myers' firm-wide Pro Bono Committee.

Mr. Smith was honored as a Super Lawyer in 2015 for attaining a high-degree of peer recognition and professional achievement.

Mr. Smith earned his Juris Doctor in 1992 from Yale Law School. While in law school, he externed at the U.S. Attorney's Office in New Haven, Connecticut. Mr. Smith was initiated into Phi Beta Kappa as a junior, and graduated with highest honors in Political Science and highest distinction in Letters and Science from the University of California, Berkeley in 1988. He is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California, as well as the U.S. Courts of Appeals for the First, Sixth, and Ninth Circuits.

SENIOR COUNSEL

Marc M. Umeda
Senior Counsel

Mr. Umeda co-founded the law firm and has practiced complex litigation throughout his legal career. He has successfully prosecuted shareholder derivative and securities class actions across the country on behalf of his shareholder clients, achieving multi-million dollar monetary recoveries, including one of the largest monetary



settlements ever in a shareholder derivative action, and securing corporate governance improvements at some of the country's most well-known companies.

Mr. Umeda has served as lead counsel on numerous cases that obtained significant results for shareholders and corporations, such as *Cardinal Health* (\$70 million for the company), *Nicor, Inc.* (\$33 million for the company and personnel changes among the company's executive officers and board of directors), and *Sanmina-SCI Corporation* (nearly \$16.8 million to the company from the defendants and numerous corporate governance reforms, including stricter stock option plan policies). In *In re Brocade Communications Systems, Inc. Derivative Litigation*, No. 1:05-cv-041683 (Cal. Super. Ct.-Santa Clara Cnty. Jan. 28, 2010), Mr. Umeda served as lead counsel in shareholder derivative litigation arising out of a multi-year criminal stock option backdating scheme and led the firm in preventing an inadequate settlement that would have released defendants for no money to the company, even as the U.S. government pursued and ultimately obtained criminal convictions against the responsible executives. The firm was eventually retained by the company to assist in prosecuting its claims against certain former officers and directors.

Mr. Umeda has been named a Super Lawyer every year since 2009, and his leadership and dedication to shareholder causes has also drawn recognition from judges, such the Honorable Mark R. Forcum of the Superior Court of California, County of San Mateo, who has observed that Mr. Umeda is "an excellent lawyer" who is committed "to do the best possible job he can for [his client]."

Mr. Umeda is the only lawyer in America that has prevailed in a District Court on the issue of whether section 304 of the Sarbanes-Oxley Act of 2002 provides for a private right of action, enforceable by individual shareholders in a derivative action. This complicated legal issue is a very important tool in making companies whole when their officers are engaged in misconduct that leads to a financial restatement.

Mr. Umeda earned his Juris Doctor in 1998 from the University of San Diego School of Law, where he was a member of the *San Diego Law Review*. Mr. Umeda graduated from the University of California, Berkeley in 1994 with a Bachelor of Arts in Political Science. He is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California and the District of Colorado, as well as the U.S. Courts of Appeals for the Second, Third, Fourth, Seventh, and Ninth Circuits.

OF COUNSEL

Nichole T. Browning Of Counsel

Ms. Browning spearheads the firm's settlement group, and focuses her practice on negotiating and documenting complex litigation settlements. She has represented clients in a range of complex litigation matters, including shareholder derivative actions, securities fraud class actions, consumer class actions, and antitrust litigation. She has handled all aspects of case management from inception through trial and appeals. Prior to joining the firm, Ms. Browning was a senior associate at the San Francisco office of Barroway Topaz Kessler Meltzer & Check, LLP, where she represented shareholders throughout the United States in complex litigation involving securities fraud class actions and shareholder derivative actions. For example, Ms. Browning acted as co-lead counsel in *In re Atmel Corp. Derivative Litigation*, No. 5:06-cv-4592-JF (N.D. Cal. Aug. 13, 2010), a shareholder derivative action involving stock option backdating. The case ultimately secured \$9.65 million for the company and the implementation of significant corporate governance reforms, including a strengthened process for granting and documenting the issuance of employee stock option awards and enhanced independence of the board of directors. Ms. Browning also played an instrumental role in *In re Apple Computer, Inc. Derivative Litigation*, No. C-06-04128 (N.D. Cal. Nov. 10, 2008), a shareholder derivative action involving stock option backdating. Ms. Browning helped prosecute plaintiffs' claims and supported team efforts that recovered \$14 million and prompted Apple to implement cutting edge corporate governance practices. Earlier in her career, Ms. Browning worked for preeminent Atlanta-based firms prosecuting and defending complex litigation, including securities fraud and antitrust class actions.



Ms. Browning has authored publications including *Reducing FCPA Exposure*, The Recorder, June 25, 2012 together with Kevin A. Seely, and Gina Stassi; *Understanding the Shareholder Bill of Rights*, Law360, Nov. 10, 2009; and *Private Securities Litigation Reform Act of 1995 (PSLRA) Update*, Institute of Legal Education of Georgia, Nov. 2000 together with Martin D. Chitwood.

Ms. Browning received her Juris Doctor in 1997 from American University, Washington College of Law. While in law school, Ms. Browning studied at Emory University School of Law in Atlanta, Georgia, and the Universidad Diego Portales in Santiago, Chile. She graduated from Emory University in 1994 with a Bachelor of Arts in Psychology. Ms. Browning is licensed to practice law in the State of California and the State of Georgia, and has been admitted to the U.S. District Courts for the Northern and Central Districts of California and the Northern District of Georgia, as well as the U.S. Courts of Appeals for the Second and Ninth Circuits.

ASSOCIATES

Ryan M. Civiello

Associate

Ryan M. Civiello focuses his practice on shareholder derivative and securities litigation.

Mr. Civiello earned his Juris Doctor degree from the University of San Diego School of Law. While in law school, he served as research assistant to USD Law Professor Lynne L. Dallas, and conducted in-depth research and analysis aimed at improving shareholder voting structures. He also served as judicial extern for the Honorable William V. Gallo, U.S. District Court, Southern District of California, as senior associate of the San Diego Journal of Climate and Energy, and summer associate at Robbins Arroyo LLP. Mr. Civiello graduated cum laude with a Bachelor of Science in Business Administration and minors in Mathematics and Education from Salem State University. Mr. Civiello is licensed to practice law in the State of California.

Gregory E. Del Gaizo

Associate

Mr. Del Gaizo focuses his practice on shareholder rights litigation, particularly shareholder derivative actions and corporate merger and acquisition class actions. He also helps to lead the firm's new matters practice group, in which he identifies and investigates securities fraud and other corporate misconduct at public companies and helps initiate shareholder suits to vindicate their rights and recoup their losses.

Mr. Del Gaizo has helped achieve significant results for his clients. For example, he was a member of the litigation team in *Cardinal Health*, which secured a payment of \$70 million to the company. He also supported a litigation team in *KB Home* that obtained \$30 million in cash benefits and substantial corporate governance reforms for the company. Mr. Del Gaizo supported another litigation team in *In re Brocade Communications Systems, Inc. Derivative Litigation*, No. 1:05CV041683 (Cal. Super. Ct.-Santa Clara Cnty. filed May 23, 2005). The team was retained by the company's special litigation committee to prosecute its claims against certain of Brocade's officers and directors relating to stock option backdating.

Mr. Del Gaizo has co-authored several articles on securities litigation with managing partner Brian J. Robbins, including *State Law Insider Trading Claims See New Light*, The Recorder, July 1, 2011, *Directors and Officers Can't Hide in Del.*, Securities Law360, Jan. 14, 2011, *Control of Forum in Derivative Actions*, The Recorder, Dec. 10, 2010, and *Clearing the Path for Double Derivative Suits*, The Recorder, Nov. 1, 2010. He also speaks on shareholder rights topics, most recently on the "Federalization of Fiduciary Duties" at Gonzaga University School of Law's symposium on shareholder rights in 2013. Mr. Del Gaizo was selected by The Daily Transcript as a 2013 Young Attorney, a short list which seeks to honor the best in San Diego's upcoming attorneys. More recently, Mr. Del Gaizo was named a 2015 Super Lawyer Rising Star.

Mr. Del Gaizo obtained his Juris Doctor degree in 2006 from the University of San Diego School of Law. While in law school, Mr. Del Gaizo served as a research assistant to corporate law professor Frank Partnoy and as



an intern at Kim & Chang, the largest law firm in Korea. Mr. Del Gaizo attended Providence College and, while there, interned for the New York City Law Department. He graduated *cum laude* in 2003 with a Bachelor of Arts degree in Political Science. Mr. Del Gaizo is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Central and Southern Districts of California and the District of Colorado.

Jenny L. Dixon

Associate

Ms. Dixon concentrates her practice on shareholder rights litigation. She has over ten years of litigation experience both prosecuting and defending securities claims and has managed complex cases, including class actions, derivative actions, and expedited merger cases, in all phases of litigation. She has represented individuals and companies in regulatory proceedings, including responses to inquiries by the U.S. Securities and Exchange Commission and the Financial Industry Regulatory Authority. In addition to securities litigation, Ms. Dixon has substantial experience in business litigation and employment cases. Ms. Dixon has also been active in pro bono matters, including successfully resolving a human trafficking case on a victim's behalf prior to trial and securing a multi-million dollar jury verdict in a human rights case, subsequently upheld on appeal. Prior to joining Robbins Arroyo LLP, Ms. Dixon worked at national law firms in the San Francisco and San Diego areas.

Ms. Dixon obtained her Juris Doctor degree from the University of California, Hastings College of the Law. While in law school, Ms. Dixon was associate articles editor for *Hastings Communications & Entertainment Law Journal* and a Certified Law Student for the Civil Justice Clinic. Ms. Dixon also worked as a judicial extern for the Honorable William W. Schwarzer of the U.S. District Court for the Northern District of California and as a law clerk for the Federal Public Defenders office for the Northern District of California. Ms. Dixon earned a Bachelor of Arts degree in Political Science from the University of California, Irvine, where she was named to the Dean's List. She is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California and the U.S. Courts of Appeals for the Sixth, Ninth, and Eleventh Circuits.

Darnell R. Donahue

Associate

Mr. Donahue concentrates his practice on shareholder rights and whistleblower litigation and is a member of the firm's new matters practice group.

Prior to joining Robbins Arroyo LLP, Mr. Donahue served as deputy general counsel at a Chicago-based consulting firm and as an advance coordinator for a Chicago mayoral campaign that successfully elected the candidate to office. Prior to practicing law, Mr. Donahue worked for six years at securities litigation firm Robbins Geller Rudman & Dowd LLP, where he served public and private investor clients in the institutional investor relations group.

Mr. Donahue obtained his Juris Doctor degree from Boston College Law School in 2010. While in law school, he served as a judicial extern for the Honorable Thomas J. Whelan of the United States District Court for the Southern District of California. He also served as a legal intern at Citigroup, Inc. in London, England, where he provided legal support for the Treasury and Trade Solutions and Securities and Fund Services departments. Mr. Donahue earned his Masters of Arts degree in African Area Studies from the University of California, Los Angeles in 1996 and graduated from the Pitzer College with a Bachelor of Arts degree in African Studies in 1992. He is licensed to practice law in the States of California and Illinois.

Edward B. Gerard

Associate

Mr. Gerard focuses his practice on representing individual and institutional shareholders in corporate merger



and acquisition class actions.

Prior to joining Robbins Arroyo LLP, Mr. Gerard was an associate at California-based Rutan & Tucker LLP for nearly four years. While there, he represented a diverse group of clients in civil and commercial litigation matters, including securities fraud and shareholder derivative actions. Since 1998, Mr. Gerard has served in the U.S. Air Force, both on active duty and in the reserves. He has deployed to the Middle East in support of combat operations in Afghanistan and is certified as an Air Force Judge Advocate.

Mr. Gerard was named to the Super Lawyer's Rising Star list in 2015.

Mr. Gerard earned his Juris Doctor degree from University of California, Los Angeles School of Law in 2006 and was a member of the moot court honors program and the Journal of International Law and Foreign Affairs. While in law school, Mr. Gerard served as a law clerk at the U.S. Attorney's Office, Southern District of California; at the Office of General Counsel, Department of Defense; and at a Southern California-based litigation firm. Mr. Gerard earned a Bachelor of Arts degree in Government with honors from Claremont McKenna College in 1998. He is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern and Central Districts of California, the Eastern District of Michigan, the U.S. Court of Appeals for the Armed Forces, and the U.S. Air Force Court of Criminal Appeals.

Leonid Kandinov

Associate

Mr. Kandinov focuses his practice on shareholder rights litigation. He is a member of the firm's new matters practice group, concentrating on case evaluations and initiating shareholder rights actions for clients.

Mr. Kandinov earned his Juris Doctor degree from the University of California at Davis School of Law in 2011, where he completed the Public Service Law Program. He received the Witkin Award for Academic Excellence in Accounting for Lawyers and was an associate editor for the *Business Law Journal*. He also served as a judicial extern for the Honorable Ronald H. Sargis at the U.S. Bankruptcy Court in the Eastern District of California, as a law clerk for the U.S. Attorney's Office, Southern District of California, and was a summer associate and investigative analyst at Robbins Arroyo LLP. Mr. Kandinov graduated *summa cum laude* with a Bachelor of Arts in Political Science from San Diego State University in 2007 and was Valedictorian of his class. He is licensed to practice law in the State of California and has been admitted to the U.S. District Courts for the Northern and Southern Districts of California. Mr. Kandinov is fluent in Russian.

Michael J. Nicoud

Associate

Mr. Nicoud dedicates his practice to representing plaintiffs in complex litigation including shareholder derivative actions, securities class actions, antitrust actions, and consumer class actions. He has litigated cases involving antitrust violations, accounting fraud, insider trading, false and misleading statements, and other types of fiduciary misconduct at public companies. Prior to joining Robbins Arroyo LLP, Mr. Nicoud concentrated on business litigation at a San Diego based firm, where he worked on several trials, arbitrations, and mediations in cases before state and federal courts.

Mr. Nicoud co-authored *Amex Oral Arguments Reveal Hope for Consumers*, Law360, August 27, 2013, with Kevin A. Seely.

Mr. Nicoud received his Juris Doctor degree from the University of Colorado Law School. While in law school, Mr. Nicoud served as an intern at the San Diego Public Defender's Office, as an editor of the *Colorado Journal of International Environmental Law and Policy*, as president of the Student Trial Lawyers Association, and was on the Moot Court Board. As a member of the mock trial team, he earned a best advocate award at the national level, and received the Melanie Ruth Vogl Memorial Scholarship for Outstanding Trial Advocacy. Mr. Nicoud received his Bachelor of Science in Environmental Science, with honors, from the University of Calgary.



in Alberta, Canada. He is licensed to practice law in the State of California and has been admitted to the District of Colorado and the U.S. District Court for the Central District of Illinois.

Jay N. Razzouk

Associate

Mr. Razzouk focuses his practice on the litigation of complex securities actions. Mr. Razzouk has litigated claims involving stock option backdating, the subprime mortgage crisis, board elections, corporate takeovers, and entrenchment of the board.

In addition, Mr. Razzouk has authored articles including *Litigation Drives Corporate Change*, The Recorder, Feb. 22, 2011 with Brian J. Robbins and *The Momentum, Motive, and Mouse-Kapades of the Majority Vote Movements*, 1 J. Bus. Entrepreneurship & L. 391 (2008). Mr. Razzouk was named to the Super Lawyer's Rising Star list in 2015.

Mr. Razzouk obtained his Juris Doctor in 2008 from Pepperdine University School of Law. He graduated *cum laude* and as a fellow of the Geoffrey H. Rifkin Center for Entrepreneurship & the Law. While in law school, Mr. Razzouk was on the Dean's List and was business editor for the *Journal of Business, Entrepreneurship and the Law*, president of Pepperdine's chapter of the Federalist Society, and lieutenant governor for the American Bar Association's Law Student Division. He also worked as a summer associate at Robbins Arroyo LLP. Mr. Razzouk graduated *summa cum laude* from La Sierra University in 2005 with a Bachelor of Science degree in Business Accounting and was distinguished by the University President as the 2005 Outstanding University Undergraduate. Mr. Razzouk is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California, District of Colorado, the Eastern District of Michigan, the U.S. Court of Appeals for the Second Circuit, and the U.S. Supreme Court.

Diane E. Richard

Associate

Ms. Richard practices employment and shareholder rights law. She represents clients in wage and hour employment class actions and single plaintiff employment cases stemming from discrimination, harassment, unlawful terminations, and whistleblower issues. A member of the firm's settlement group, Ms. Richard also focuses on negotiating and documenting complex litigation settlements. She has over 8 years of experience representing clients in multi-million dollar, multi-party, and complex litigation matters.

Prior to joining Robbins Arroyo LLP, Ms. Richard was an attorney at a California-based law firm, where she focused on employment law, class action litigation, and negotiating and securing favorable settlements including complex class action matters. Prior to that, Ms. Richard served as in-house counsel and executive director for the San Diego office of the American Federation of Television and Radio Artists and the Screen Actors Guild. During her employment with AFTRA and SAG, Ms. Richard regularly advised employees and employers concerning labor and employment laws and negotiated labor and employment contracts. She focused on providing effective representation and preventative counseling while maintaining positive employer-employee relationships.

Ms. Richard obtained her Juris Doctor in 1999 from the University of San Diego School of Law and her Bachelor of Arts in Political Science in 1995 from the University of California, San Diego. Ms. Richard is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern, Central, Eastern, and Southern Districts of California.



Ashley R. Rifkin
Associate

Ms. Rifkin dedicates her practice to the litigation of complex actions, including securities class actions, antitrust class actions, and shareholder derivative actions. She has helped achieve significant recoveries for shareholders in connection with securities class actions involving corporate mergers and acquisitions. For example, in *Fuerstenberg v. Mid-State Bancshares*, No. CV 060976 (Cal. Super. Ct.-San Luis Obispo County Oct. 4, 2007), Ms. Rifkin was part of the litigation team that obtained waivers favorable to Mid-State shareholders of the "confidentiality" and "no-shop" provisions in the sale agreement designed to permit other suitors to participate effectively in the bidding process. In *In re HCA Inc. Derivative Litigation*, No. 3:05-CV-0968 (M.D. Tenn. Dec. 20, 2007), Ms. Rifkin was part of the litigation team that forced disclosure of material information to shareholders before they voted on the proposed buyout by a private equity group and founding member. In addition, Ms. Rifkin has litigated numerous shareholder derivative actions on behalf of corporations and shareholders seeking to redress various forms of corporate misconduct including backdating and springloading practices, false and misleading public disclosures, and other misconduct related to the subprime mortgage crisis. She has helped achieve considerable monetary recoveries and corporate governance reforms for clients and companies through these actions.

Ms. Rifkin was named to Super Lawyer's Rising Star list in 2015 and to The Daily Transcript's Young Attorney 2011 list of "best young attorneys in San Diego County."

Ms. Rifkin received her Juris Doctor in 2006 from Thomas Jefferson School of Law. She graduated *summa cum laude* second in her class, was on the Dean's List, and received the Outstanding Scholastic Achievement Award for the 2004-2005 school year. While in law school, Ms. Rifkin served as a judicial extern for the Honorable David A. Workman in the Los Angeles Superior Court. She also was chief articles editor and notes editor of the *Thomas Jefferson Law Review* and vice president of operations of the Tax Society. Ms. Rifkin graduated from the University of California, Santa Barbara in 2002 with a Bachelor of Arts degree in Psychology. She is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California, the District of Colorado, and the U.S. Court of Appeals for the Tenth Circuit.

Daniel L. Sachs
Associate

Mr. Sachs concentrates his practice on shareholder rights and antitrust litigation.

Mr. Sachs obtained his Juris Doctor degree from the University of California, Los Angeles in 2013 and was a Stanley Pearson scholar. While in law school, he interned at the Office of the General Counsel at the Securities and Exchange Commission in Washington D.C., where he supported litigation efforts in securities fraud disbarment and labor and employment matters. He also served as an extern for the Honorable Stephen J. Hillman, Chief Magistrate Judge for the Central District of California, and as a law clerk at a Los Angeles-based plaintiffs' firm focusing on product liability. Prior to law school, Mr. Sachs advocated for parents in public benefit adjudications and the foster care system through a non-profit organization that represented parents in Brooklyn Family Court. Mr. Sachs earned his Bachelor of Arts degree in Public Policy from Duke University in 2008. He is licensed to practice in the State of California. Mr. Sachs is fluent in Spanish.

Shane P. Sanders
Associate

Mr. Sanders represents individual and institutional investors in shareholder derivative actions, securities fraud class actions, and mergers and acquisitions actions. He has helped prosecute shareholder litigation that recouped millions of dollars from fraudulent corporate officers and secured the implementation of extensive corporate governance reforms at public corporations. In so doing, Mr. Sanders has successfully opposed numerous dispositive motions, including motions based on demand futility. For example, in *In re Ligand*



Pharmaceuticals, Inc. Derivative Litigation, No. GIC834255 (Cal. Super. Ct.-San Diego Cnty. Oct. 12, 2006), after supporting a team that persuaded the court that demand on a board of directors was futile and that defeated all of defendants' other motions, Mr. Sanders helped obtain a \$14 million payment to the corporation and significant corporate governance improvements for the company. In *In re Vitesse Semiconductor Corporation*, No. Civ240483 (Cal. Sup. Ct.-Ventura Cnty. Oct. 17, 2008), Mr. Sanders was part of a team that achieved the return of more than \$13 million from company insiders and valuable corporate governance improvements. In *In re Fossil, Inc. Derivative Litigation*, No. 3:06-cv-01672-F (N.D. Tex. July 6, 2011), Mr. Sanders supported a team in multi-year derivative litigation that recently achieved a settlement securing \$8.6 million payment for Fossil from individual defendants and industry leading corporate governance reform such as declassifying the election of directors to the board. In addition, Mr. Sanders was the lead associate in *In re Koss Corporation Shareholder Derivative Litigation*, No. 10-CV-2422 (Wis. Cir. Ct.-Milwaukee Cnty. filed Feb. 16, 2010), a shareholder derivative action which involved the theft of tens of millions of dollars from the company by one of its executive officers. In that case, Mr. Sanders and his fellow counsel defeated defendants' motion to dismiss based on demand futility and negotiated a settlement (pending court approval) that provided for the implementation of extensive corporate governance changes including the separation of the positions of chairman of the board of directors, chief executive officer, and chief financial officer; the appointment of a lead independent director; enhanced accounting and audit functions; and the implementation of a plan requiring the reimbursement of excess incentive-based compensation in the event of a financial restatement. Mr. Sanders was also the lead associate on *Paschetto v. Shaich*, No. 08-SL-CC00805 (Mo. Cir. Ct.-St. Louis Cnty. April 8, 2011), a shareholder derivative action on behalf of Panera Bread Company in which Mr. Sanders helped the firm defeat defendants' motion to dismiss based on demand futility and negotiate a settlement that provided substantial benefits to the company and its shareholders.

Mr. Sanders was honored as a 2015 Rising Star by Super Lawyers.

Mr. Sanders received his Juris Doctor degree in 2004 from the University of San Diego School of Law. While in law school, Mr. Sanders served as a law clerk at the San Diego County Public Defender's Office, and he was a member of the Association of Trial Lawyers of America and USD's Sports and Entertainment Law Society. He also participated in USD's Thorsnes Closing Argument Competition and Senior Honors Moot Court Competition, receiving among the highest marks for his written briefs. Mr. Sanders graduated from the University of California, Santa Barbara in 2001 with a Bachelor of Arts degree in Sociology. He is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California and the District of Colorado, as well as the U.S. Courts of Appeals for the First, Second, and Ninth Circuits.

Gina Stassi
Associate

Ms. Stassi concentrates her practice on litigating shareholder derivative and consumer class actions. She has represented clients in the financial, insurance, health care, and technology industries and has served on litigation teams for cases arising from the subprime meltdown, false advertising, insider trading, and other types of corporate misconduct and unfair business practices.

Ms. Stassi co-authored *Reducing FCPA Exposure*, The Recorder, June 25, 2012, together with Kevin A. Seely and Nichole T. Browning.

Ms. Stassi received her Juris Doctor degree in 2008 from Pepperdine University School of Law. While in law school, she served as a judicial extern to the Honorable Michael Johnson of the Superior Court of California, Los Angeles and as a law clerk for a Los Angeles-based plaintiff's firm. Ms. Stassi graduated *magna cum laude* from Loyola Marymount University in 2002 with a Bachelor of Arts degree in English. She is licensed to practice law in the State of California, and has been admitted to the U.S. District Courts for the Northern, Central, and Southern Districts of California and the U.S. Courts of Appeals for the Second and Ninth Circuits.



Scott F. Templeton

Associate

Scott F. Templeton is a member of the new matters practice group and focuses his practice on evaluating and initiating shareholder rights actions on behalf of investor clients. Mr. Templeton has extensive experience in drafting complaints, motions, settlement documents, and other pleadings in the prosecution of complex civil litigation, including shareholder derivative actions addressing fiduciary misconduct, stock option backdating, insider trading, and other unlawful activities impacting investors. Drawing on his engineering background, Mr. Templeton has been instrumental in assisting shareholders pursue technology-related claims against wrongdoers.

Mr. Templeton earned his Juris Doctor degree from the University of San Diego School of Law. While in law school, he studied International Intellectual Property Law and International Negotiations at the British Institute of Florence in Florence, Italy. Mr. Templeton also clerked for a local plaintiff's civil litigation firm. Mr. Templeton graduated from the University of California at San Diego with a Bachelor of Science degree in Electrical Engineering Circuit Design. He is licensed to practice in the State of California and has been admitted to the U.S. District Court for the Southern District of California.